

996000009533

KRAIG H. KOACH, P.A.  
ATTORNEY AT LAW  
240 NORTH WASHINGTON BOULEVARD  
SUITE 470  
SARASOTA, FLORIDA 34236  
(813) 951-1005  
FAX (813) 366-6997

January 25, 1996

FILED  
65 JAN 29 AM 8:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Royal Palace Circus, Inc.

Gentlemen:

We are enclosing our check in the amount of \$122.50 to cover the following fees for the incorporation of the above-named corporation:

Registered Agent Fee	35.00
Filing Fee	35.00
Certified Copy of Articles	<u>52.50</u>
<b>Total</b>	<b>\$122.50</b>

We have also enclosed an original and a copy of the Articles of Incorporation. Please return to this office a certified copy of same after the Articles have been filed of record.

Thank you for your attention to this matter.

Very truly yours,

*Kraig H. Koach*

Kraig H. Koach

200001700422  
01/29/96--01069--004  
\*\*\*122.50 \*\*\*122.50

1/30/96  
JK

KHK/kk  
Encls.

ARTICLES OF INCORPORATION

OF

ROYAL PALACE CIRCUS, INC.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be ROYAL PALACE CIRCUS, INC.

The principal place of business of this corporation shall be as follows:

Corporate Address:

2831 Ringling Blvd.  
#207-C  
Sarasota, FL 34237

ARTICLE II

TERM OF EXISTENCE

The term of existence of the corporation shall be perpetual.

ARTICLE III

NATURE OF BUSINESS

The purpose of the corporation is to transact any business and to engage in, enter into, promote or conduct any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

55 JAN 25 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE IV

CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is 500 shares, all of which shall be common shares with a par value of \$1.00 per share.

The holders of the shares of any class (other than shares which are limited as to dividend rate and liquidation preference) shall, upon the offering or sale for cash of shares of the same class, have the right, during a reasonable time and on reasonable terms fixed by the Board of Directors, to purchase such shares in proportion to their respective holding of shares of such class, unless the shares offered or sold are: (a) treasury shares, (b) issued as a share dividend, (c) issued or agreed to be issued for considerations other than money, or (d) released from pre-emptive rights by the affirmative vote of the holders of two-thirds of the shares entitled to such pre-emptive rights.

ARTICLE V

REGISTERED AGENT

The street address of the initial registered office of the corporation in Sarasota County, Florida, and the name of its initial registered agent at such address are as follows:

Name and street address

Harry Dubsky, Jr.  
2831 Ringling Blvd.  
#207-C  
Sarasota, FL 34237

ARTICLE VI

BOARD OF DIRECTORS

The corporation shall have a Board of Directors of two (2) directors initially. The number of directors shall be prescribed by the Bylaws of the corporation from time to time. The name(s) and address(es) of the person(s) who shall serve as the initial director(s) of the corporation until the first annual meeting of the shareholders or until their successors are duly elected and qualified are as follows:

Name and street address

Harry Dubsy, Sr.  
2831 Ringling Blvd.  
#207-C  
Sarasota, FL 34237

Harry Dubsy, Jr.  
2831 Ringling Blvd.  
#207-C  
Sarasota, FL 34237

ARTICLE VII

INCORPORATOR(S)

The name(s) and address(es) of the Incorporator(s) to these Articles of Incorporation is(are):

Name(s) and street address(es)

Harry Dubsy, Sr.  
2831 Ringling Blvd.  
#207-C  
Sarasota, FL 34237

Harry Dubsy, Jr.  
2831 Ringling Blvd.  
#207-C  
Sarasota, FL 34237

IN WITNESS WHEREOF, the undersigned, being the incorporator(s) hereinbefore named, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, has (have) executed these Articles of Incorporation this 25<sup>th</sup> day of January, 1996.

Harry Dubsky SR  
HARRY DUBSKY, SR.  
Harry Dubsky JR  
HARRY DUBSKY, JR.

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared HARRY DUBSKY, SR. and HARRY DUBSKY, JR., to me known to be the persons described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 25<sup>th</sup> day of January, 1996.

Kraig H Koach  
Notary Public

My commission expires:



OFFICIAL SEAL  
KRAIG H. KOACH  
My Commission Expires  
April 22, 1996  
Comm. No. CC 195778

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED.

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First, that ROYAL PALACE CIRCUS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at City of Sarasota, County of Sarasota, State of Florida, has named HARRY DUBSKY JR., 2831 Ringling Blvd., #207-C, Sarasota, Florida 34237, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
HARRY DUBSKY, JR.