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February 7, 1996

EMPIRE

TALLAHASSEE, FL

SUBJECT: INTERNATIONAL JAZZ HALL OF FAME PRODUCTION CO INC.

Ref. Number: W96000002815

We have received your document for INTERNATIONAL JAZZ HALL OF FAME PRODUCTION CO INC. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Your check is being returned as it is not payable to this office. Please make your check payable to the Secretary of State and return it in order to complete your filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filling of your document, please call

Terri Buckley Corporate Specialist

Letter Number: 696A00005326



ARTICLES OF INCORPORATION OF INTERNATIONAL JAZZ HALL OF FAME PRODUCTION CO INC

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

ARTICLE I NAME

The name of the corporation shall be:

INTERNATIONAL JAZZ HALL OF FAME PRODUCTION CO INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

676 W PROSPECT RD FT LAUDERDALE, FL 33309

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 SHARES @ \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the registered agent is:

NORMAN BRANDER 676 W PROSPECT RD FT LAUDERDALE, FL 33309

ARTICLE V INCORPORATOR (S)

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

NORMAN BRANDER 676 W PROSPECT RD FT LAUDERDALE, FL 33309

The undersigned has (have) executed these Articles of Incorporation this <u>1ST</u> day <u>FEBRUARY, 1996.</u>

N. S. In In Signature/Title

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

INTERNATIONAL JAZZ HALL OF FAME PRODUCTION CO INC

2. The name and address of the registered agent and office is:

MORMAN BRANDER 676 W PROSPECT RD FT LAUDERDALE, FL 33309

SIGNATURE	W. Bom or	
(corporate	officer)	
TITLE	-60	
DATE	2 5/46	

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE_	NBmer	
Date_	2/5/91	

REGISTERED AGENT FILING FEE: \$35.00