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ORDER DATE # February 14, 1996

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ORDER TIME : 10:21 AM

ORDER NO. : 846438

CUSTOMER NO.

61623

CUSTOMERS James

James W. Pooples Iii, Esq GRAY HARRIS ROBINSON KIRSCHENBAUM & PEEPLES Glass Bank Building 505 North Orlando Avenue Cocoa Beach, FL 32931 FILED

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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

## DOMESTIC FILING

NAME:

FLORIDA EXPO INTERNATIONAL, INC.

## EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

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EXAMINER'S INITIALS: T.BROWN FEB 1 5 1996

### ARTICLES OF INCORPORATION

OF

# FLORIDA EXPO INTERNATIONAL. INC.

THE UNDERSIGNED INCORPORATOR to these Articles of
Incorporation is a natural person competent to contract and form
a corporation under the laws of the State of Florida and does
certify that he has become a corporation under and pursuant to
the following Articles of Incorporation.

#### ARTICLE I

The name of this corporation is FLORIDA EXPO INTERNATIONAL, INC.

#### ARTICLE II

The general nature of the business to be transacted by this corporation is to engage or transact in 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.

#### ARTICLE III

The corporation shall have all of the powers given to it by the laws of the State of Florida, now or hereafter, and specific powers herein enumerated shall not be construed as a limitation upon the powers of the corporation.

#### ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock with a nominal or par value of \$1.00.

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## ARTICLE V

This corporation is to exist perpetually.

## ARTICLE VI

The initial post office address of the principal office of this corporation is in the State of Florida, County of Brevard, at 1361 Bedford Drive, Suite 101, Melbourne, Florida 32940. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

#### ARTICLE VII

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the members of the first Board of Directors who will serve until the first annual meeting of shareholders or until his or her successor or successors are elected and shall qualify is:

CHARLES R. BOYD 316 Bedford Drive Suite 101 Melbourne, Florida 32940

SAADIA WIEDENHAEFER 316 Bedford Drive Suite 101 Melbourne, Florida 32940

#### ARTICLE VIII

The name and address of the Incorporator signing these Articles of Incorporation is:

JAMES W. PEEPLES III P. O. Box 320757 Cocoa Beach, Florida 32932-0757

## ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE X

The registered agent of this corporation shall be JAMES W. PEEPLES III, and the registered office of this corporation shall be 505 North Orlando Avenue, P. O. Box 320757, Cocoa Beach, Florida 32932-0757.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of February, 1996.

JAMES W. PEEPLES III, Incorporator STATE OF FLORIDA

S5:

THE FOREGOING INSTRUMENT was acknowledged before me this day of February, 1996, by JAMES W. PEEPLES III, who is personally known to me, or who produced

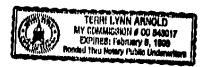
as identification, and who did take an oath.

Notary Public Signature

My commission expires:

Print Notary Public Name

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# CERTIFICATE OF REGISTERED AGENT

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act: FLORIDA EXPO INTERNATIONAL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Melbourne, County of Brevard, State of Florida, has named JAMES W. PEEPLES III, located at 505 North Orlando Avenue, P. O. Box 320757, Cocoa Beach, Florida 32932-0757, as its agent to accept service of process for the above-stated corporation, at the place designated in this certificate and said registered agent hereby agrees to act in this capacity, and to comply with the provisions of the act relative to keeping open said office.

JAMES W

PEEPLES III, Registered Agent

a/exbo

FILEU 96 FEB 14 M 8: 22 SECRETARY OF STATE TALLAHASSEE, FLORIDA