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96000018118

ACCOUNT NO. : 072100000032

REFERENCE : 061253 5020532

AUTHORIZATION :

COST LIMIT : \$ 10.00 *Patricia R. Ryz*

ORDER DATE : February 27, 1996

ORDER TIME : 10:40 AM

ORDER NO. : 061253

CUSTOMER NO: 5020532

800001725688

CUSTOMER: Ms. Marci Shaffer
BLOCKBUSTER ENTERTAINMENT
GROUP
200 S. Andrews Ave
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: TAYLOR HOLDINGS OF BROWARD,
INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

T. BROWN FEB 28 1996

FILED
96 FEB 27 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 FEB 27 PM 12:25
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
TAYLOR HOLDINGS OF BROWARD, INC.

FILED
96 FEB 27 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "Corporation") is Taylor Holdings of Broward, Inc.

SECOND: The street address, wherever located, of the principal office of the Corporation is 200 S. Andrews Ave., Ft. Lauderdale, FL 33301. The mailing address of the Corporation is the same.

THIRD: The number of shares of stock which the Corporation is authorized to issue is one thousand (1,000), par value \$.01 per share all of which are of the same class and are Common Stock.

FOURTH: The street address of the initial registered office of the Corporation in the State of Florida is 200 S. Andrews Ave., Ft. Lauderdale, FL 33301.

The name of the initial registered agent of the Corporation is Johnny C. Taylor, Jr.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and address of the incorporator are:

| <u>Name</u> | <u>Address</u> |
|---------------|---|
| Marci Shaffer | 200 S. Andrews Ave. Ft. Lauderdale, FL 33301 |

SEVENTH: The purpose for which the Corporation is organized is to engage in any lawful business for which Corporations may be organized under the Florida Business Corporation Act.


EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: The Corporation shall to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any

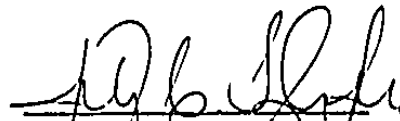
and all of the expenses, liabilities, or other matters referred to in or covered by said provisions and the indemnification provided for herein shall not be deemed exclusive of any other rights which those indemnified may be entitled under any By-law, vote of shareholders of disinterested directors, or otherwise, both as to action in his full capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: Whenever the Corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of the depletion or similar reserves at the discrimination of the board of directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on February 23, 1996


Marci Shaffer, Incorporator

Having been named as registered agent and to accept service of process for the Corporation at the place designated in these Articles of Incorporation, 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.


Johnny C. Taylor, Jr.