

P96000036896
IRA A. SUSSMAN

April 23, 1996
Via United Parcel Service

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RECEIVED
1996 APR 25 11:11 AM
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Re: Articles of Incorporation for *Hollywood Group, Inc.*

Dear Sir or Madam:

I am enclosing herewith a First Union Bank money order #000350372 in the amount of \$122.50 as payment of the filing fees for the above captioned company, along with two (2) fully executed and notarized Articles of Incorporation for *Hollywood Group, Inc.*

Please process these documents so that the Articles of Incorporation are properly filed in the State of Florida and return one certified copy to the undersigned as soon as possible.

If you have any questions or require further information, I would sincerely appreciate your calling me collect before you return any documents.

Thank you for your prompt attention and cooperation.

Sincerely,



IRA A. SUSSMAN

Enclosures

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96 APR 25 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
HOLLYWOOD GROUP, INC.**

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96 APR 25 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is *Hollywood Group, Inc.*

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of Ten Dollar (\$10.00) par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - TERM

This corporation shall commence its existence on the date of incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI - INCORPORATOR

The name and address of the initial incorporator and subscriber hereto is as follows:
Ira A. Sussman, 6565 Collins Avenue, 6565 Collins Avenue, Miami Beach, FL 33141.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

There shall be at least one (1) member of the Board of Directors of the corporation. The names and addresses of the parties which are to serve as director(s) until the next election are as follows:

Ira A. Sussman, 6565 Collins Avenue, 6565 Collins Avenue, Miami Beach, FL 33141.

The Board of Directors shall serve for a term of one (1) year, and shall be responsible for electing the officers of the corporation. The officers of the corporation shall consist of a President and a Secretary, and such other offices as the Board of Directors may from time to time determine is appropriate in order to carry out the activities of the corporation.

ARTICLE VIII - OFFICERS

The duties of the officers of the corporation shall be fixed in the By-Laws. Officers shall be elected annually. Officers of the corporation until the next election are as follows:

Ira A. Sussman — President/Secretary — 6565 Collins Avenue, Miami Beach, FL 33141

ARTICLE IX - INITIAL PRINCIPAL PLACE OF BUSINESS

The street address for the initial place of business is: 6565 Collins Avenue, Miami Beach, Dade County, Florida 33141.

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and name of the initial

registered agent of this corporation is:

Ira A. Sussman, 6565 Collins Avenue, 6565 Collins Avenue, Miami Beach, FL 33141.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22 day of April, 1996.

Ira A. Sussman, as subscriber
IRA A. SUSSMAN, SUBSCRIBER

STATE OF FLORIDA)

COUNTY OF DADE)

SS:

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared IRA A. SUSSMAN, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22 day of April, 1996.

Carol R. Bender
NOTARY PUBLIC, STATE OF FLORIDA

Commission Stamp, Seal or Expiration Date:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, to wit: Section 607.034 and 607.037 of the Florida Statutes.

DATED: 4-22-96

Ira A. Sussman, as Registered Agent
IRA A. SUSSMAN, as REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA