

P960000 40323 Charter Number Only

5/9/96

ROUTMAN & MELLINGER

Requestor's Name

100 NE 84 Street

Address

MIAMI FL 33138

City

State

ZIP

Phone

757-3800 E

VALIDATION ONLY

EFFECTIVE DATE
5-7-96

PO00001818857
-05/10/96--01000--000
****122.50 ****122.50

CORPORATION(S) NAME

STAR-TIME management & productions,
INC.



EXPIRE Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Mark	<input type="checkbox"/> Other
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Mail Post
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> Pick Up
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input type="checkbox"/> Mail Post

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

RECEIVED COPY

FILED
MAY 10 PM 12:18
CLERK OF THE COURT
TALLAHASSEE, FLORIDA

B. REGISTER MAY 10 1996

CR2E031 (R8-85)

EFFECTIVE DATE
5-2-78

FILED

96 MAY 10 PM 12:18

SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

STARTIME MANAGEMENT & PRODUCTIONS, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is STARTIME MANAGEMENT & PRODUCTIONS, INC. and its business address is 100 N.E. 84th Street, 2nd Floor, Miami, Florida 33138.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is Nine Hundred (900), all of which shall be common shares with a par of One Dollar (\$1.00).

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

STARTIME MANAGEMENT & PRODUCTIONS, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 100 N.E. 84th Street, 2nd Floor, Miami, Florida 33138, has named **MARC S. SCHILLER** located at 100 N.E. 84th Street, Miami, Dade County, Florida 33138, as its agent to accept service of process within this state.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) Directors initially who shall serve until his or her successors, if any, are elected at the shareholders' annual meeting. If and when so permanently constituted, the number of directors of the Board of Directors of the Corporation may be either increased or diminished from time to time in the by-laws but shall never be less than one. The name and addresses of the initial directors of this corporation are as follows:

ROBERT L. MELLINGER	100 N.E. 84th Street Miami, Florida 33138
MARC S. SCHILLER	100 N.E. 84th Street Miami, Florida 33138
LLOYD M. ROUTMAN	100 N.E. 84th Street Miami, Florida 33138

ARTICLE VIII - INCORPORATOR

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

ROBERT L. MELLINGER
100 N.E. 84th Street, Second Floor
Miami, Florida 33138

ARTICLE IX - BY-LAWS

The power to adopt, later, amend or repeal by-laws shall be vested in the shareholders of this corporation.

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

ROBERT L. MELLINGER	300
MARC S. SCHILLER	300
LLOYD M. ROUTMAN	300

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholder(s) or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLES XI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporation powers shall be exercised by, or under the authority of, and the business affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XII - MEETING BY CONFERENCE TELEPHONE

Shareholders, officers and directors of this corporation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify an officer, or any former officer, to the fullest extent permitted by law.

ARTICLE XIV - AMENDMENT

Amendments to the Certificates of Incorporation may be proposed by any member of the corporation and shall be adopted upon a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of May, 1996.


ROBERT L. MELLINGER, Incorporator


STATE OF FLORIDA)

) SS:

COUNTY OF DADE)

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared ROBERT L. MELLINGER known to me to be the person or who produced FL driver's license as identification, who, as Incorporator, executed the foregoing Articles of Incorporation of **STARTIME MANAGEMENT & PRODUCTIONS, INC.** and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 2nd day of May, 1996.


SHIRLEY BRISTOL
NOTARY PUBLIC, State of Florida

My commission expires:



SHIRLEY E. BRISTOL
My Commission CC477265
Expires Jun. 28, 1999
Bonded by HAI
800-422-1555

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN **ARTICLE VI** OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND

FILED

96 MAY 10 PM 12:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTY


DATED THIS 7 DAY OF MAY, 1996.


MARC S. SCHILLER, Registered Agent

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared MARC S. SCHILLER known to me or who produced FL driver's license as identification and who executed the foregoing Acceptance of Registered Agent, and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 7th day of May, 1996.


SHIRLEY BRISTOL
NOTARY PUBLIC, State of Florida

My commission expires:



SHIRLEY E BRISTOL
My Commission CC477205
Expires Jun. 26, 1999
Bonded by HAI
800-422-1885