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| Name Reservation  | Limited Partnership Reinstatement   |                               | 55/24  |
| [   | Trademark Other   |                               | 51   |



April 17, 1996

JEROME SCHUMAN 2905 VICTORIA PLACE #E-3 COCONUT CREEK, FL 33066

SUBJECT: KALAIDOSCOPE, INC. Ref. Number: W96000008282

We have received your document for KALAIDOSCOPE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please disregard the Articles previously filed on April 10, 1996. The name is not availability. Please include a telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 996A00017953

# ARTICLES OF INCORPORATION THE MATADOR AND HIS LADY, INC.

# 95 H.Y. 24 PH 4: 02

#### ARTICLE I -- NAME

The name of the corporation is THE MATADOR AND HIS LADY, INC. with a mailing address of 2905 Victoria Pl., E-3. Coconst Creek Fl. 33066.

#### ARTICLE II - DURATION

This corporation shall exist perpetually, commencing at the time of filing those articles with the Secretary or the State of Florida.

#### ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaping in the entertainment field as performers, travel arrangers (such as transportation and food), importers or any other legal and lawful act or activity for which corporations may be organized under the laws of the State of Florids.

### ARTICLE IV - CAPITAL STOCK

This corporation is aurthorized to issue 1000 shares of One Dollar (\$L.00) for value voting common stock, monich shall be designated "Common Shares". Also is authorized to issue 1000 shares of One Dollar (\$1.00) par value non-voting stock, which shall be designated "Common B Shares".

#### ARTICLE V - VOTING RIGHTS

Except as echerwise provided by law, the entire veting power for the election of directors and all other purposes shall be vested exclusively in the belders of the outstanding Copumon Shares.

#### ARTICLE VI - PREEMPTIVE RIGHTS

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

ARTICLE VII - INITIAL REDISTERED OFFICE AND AGENT

The street address is 2905 Victoria Place, E-3, Coconut Creek, Fla., 33066, and the name or the initial registered agent of this corporation at that address is Jerome Schuman.

ARTICLE VIT - INITIAL BOARD OF DIRECTORS

This componistion shall have three (3) directors initally. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial directors of this componition are:

Jerry Layton 8500 Royal Palm Blvd. Apt 211 Coral Springs, Fla. 33065 Jerry Schuman

2905 Victoria Pl. E3

Coconut Creek, Fla. 33066

Barbara Robinson 2905 Victoria Pl. E3 Coconut Creek, Fl. 33066

ARTICLE IX - INCORPORATION

The name and address of the person signing these articles is:

Jerome Schuman 2905 Victoria Pl. E3 Coconut Creek, Fl. 33066

## ARTICLE X - BYLAWS

The privar of adopt, alter and repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X1 - SHAREHOLDERS GUDRUM AND VUTING

Eighty-five percent (85%) of the shares entitled by vote, represented in person or by proxy; Shall constitute a quorum at a meeting of chareholders.

ARTICLE XII - INDEMNIFICATION

The corporation shall indomnify any officer or director to the full extent premitted by law

ARTICLE XIII - AMENDMENT

This comporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

JEROME SCHUMAN

REGISTERED AGENT



# REGISTERED AGEN'TS ACCEPTANCE STATEMENT

I hereby affirm that I am familiar with and accept the duties and responsibilities as Registered Apent for said corporation.

AMUNDE JERUME BAUREL

REGISTERED AGENT

STATE OF FLORIDA

, 69

#### COUNTY OF BROWARD

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Jerome Schuman, known to me to be the individual named in the foregoing Articles of Incorporation and acknowledged before me that he accepts the appointment of registered agent as stated in those Articles of Incorporation.

Produced identification: Florida Drivers License

L dun / Mit LV / Diene L. Carter-Bobby

