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NonProfit	Resignation of R.A., Officer/Di	rector
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OTHER FILINGS Annual Report	REGISTRATION/ QUALIFICATION Foreign	
Fictitious Name	Limited Partnership	1
Name Reservation	Reinstatement	C100/2/9/0
<u> </u>	Trademark	N/2

Other

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Examiner's Initials

FILED

ARTICLES OF INCORPORATION OF

96 JUN -3 PN 2:18 SSCOLLANDERS STATE FALLAN COLOR FLORIDA

ARENA OPERATING COMPANY, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Arena Operating Company, Inc.

ARTICLE II

MAILING ADDRESS

The mailing address of the corporation is 200 South Andrews Avenue, 6th Floor, Ft. Lauderdale, Florida 33301.

ARTICLE III

CAPITAL STOCK

The number of shares of stock that the corporation is authorized to issue is One Thousand (1,000) shares of common stock, \$1.00 par value per share. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is One S.E. Third Avenue, 27th Floor, Miami, Florida 33131. The name of the corporation's initial registered agent at that office is American Information Services, Inc.

ARTICLE V

INCORPORATOR

The name and street address of the incorporator of the corporation is Edward L. Ristaino, One S.E. Third Avenue, 27th Floor, Miami, Florida 33131.

ARTICLE VI

INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 31st day of May, 1996.

Edward L. Ristaino, Incorporator

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of Arena Operating Company, Inc., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 31st day of May, 1996.

American Information Services, Inc.

By:

Christopher M. Nelson, President

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