

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

200001887582  
-07/09/96--01056--016  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: Shi - Town Entertainment, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM:

Tanya Brinkley, Esq.  
Name (printed or typed)

11344 SW 152 Terrace

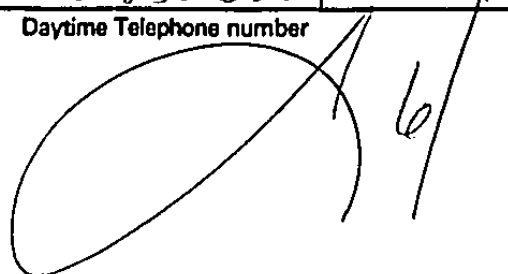
Address

Miami, Florida 33157

City, State & Zip

305-233-5504

Daytime Telephone number



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 JUN 26 PM 4:31

FILED

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
SHI-TOWN ENTERTAINMENT, INC.**

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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation shall be:

SHI-TOWN ENTERTAINMENT, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

3743 GRAND AVENUE  
MIAMI, FLORIDA 33133

**ARTICLE III - SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares of One (\$1.00) dollar par value common stock, which shall be designated  
"Common Shares."

**ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

JIMMIE WILCOX  
3743 GRAND AVENUE  
MIAMI, FLORIDA 33133

**ARTICLE V - DURATION**

This corporation shall have perpetual existence.

#### ARTICLE VI - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director is:

JIMMIE WILCOX                      3743 GRAND AVENUE  
MIAMI, FLORIDA 33133

#### ARTICLE VIII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

#### ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE X - AMENDMENT

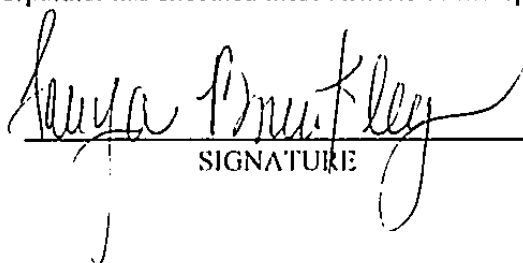
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

#### ARTICLE XI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Tanya Brinkley  
11344 SW 152 Terrace  
Miami, Florida 33157

The undersigned incorporator has executed these Articles of Incorporation this 24<sup>th</sup> day of June, 1996.

  
SIGNATURE

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the corporation is: Shi-Town Entertainment, Inc.

2. The name and address of the registered agent and office is:

Jimmie Wilcox  
(NAME)  
3743 Grand Avenue  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)  
Miami, Florida 33133  
(CITY/STATE/ZIP)

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*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.*

  
(SIGNATURE)

6-24-96  
(DATE)