

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-222-0171  
904-222-0193 FAX

800-342-8086



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PREMIER HALL  
LEGAL & FINANCIAL SERVICES

**P96000056576**

ACCOUNT NO. : 072100000032

REFERENCE : 009748 118021A

AUTHORIZATION :

*Patricia Pyrite*

COST LIMIT : \$ 70.00

ORDER DATE : July 3, 1996

ORDER TIME : 1:11 PM

ORDER NO. : 009748

CUSTOMER NO: 118021A

CUSTOMER: Ms. Carol De Groff  
BUETENS & BUETENS

600001884256

8965 Bridge Road

Hobe Sound, FL 33455

DOMESTIC FILING

NAME: STAR STRUCK, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

*Dmc 7-5-96*

**FILED**  
96 JUL -3 AM 8:52  
**RECEIVED**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS

FILED

96 JUL -3 AM 8:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
STAR STRUCK, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

STAR STRUCK, INC.

The principal place of business of this corporation shall be:  
9411 S. Federal Highway, Hobe Sound, FL 33455

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 60 shares of common stock having no par value.

ARTICLE IV. ADDRESS

The street address of the principal office of the corporation shall be 9411 S. Federal Highway, Hobe Sound, FL 33455. The mailing address of the corporation shall be P.O. Box 1217, Hobe Sound, FL 33475-1217. The post office address of the

registered agent shall be 9411 S. Federal Highway, Hobe Sound, FL 33455 and the name of the initial registered agent of the corporation at that address is ALLAN GOOLSBY.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE 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 already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President and Treasurer to be:

ALLAN GOOLSBY, 9411 S. Federal Highway, Hobe Sound, FL 33455.

Vice-President and Secretary to be:

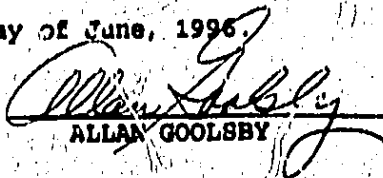
ELAINE GOOLSBY, 9411 S. Federal Highway, Hobe Sound, FL 33455.

ARTICLE IX. SUBSCRIBER

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

ALLAN GOOLSBY, 9411 S. Federal Highway, Hobe Sound, FL 33455.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 28 day of June, 1996.

 (SEAL)  
ALLAN GOOLSBY

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 28th day of June, 1996 by ALLAN GOOLSBY, who is personally known to me.

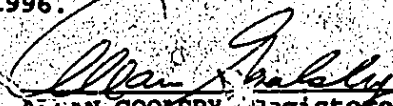
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, the date first written above.

 (SEAL)  
Notary Public, State of Florida  
Commission Expiration Date:  CAROL J. DE GROFF  
MY COMMISSION # CC283467 EXPIRES  
May 21, 1997  
BONDED THRU TROY FARM INSURANCE, INC.

#### ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

IN WITNESS WHEREOF, the undersigned REGISTERED AGENT has hereunto set his/her hand and seal in the State of Florida, this 28th day of June, 1996.

  
ALLAN GOOLSBY, Registered Agent

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 28th day of June, 1996 by ALLAN GOOLSBY, who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, date first written above.

 (SEAL)  
Notary Public, State of Florida  
Commission Expiration Date:  CAROL J. DE GROFF  
MY COMMISSION # CC283467 EXPIRES  
May 21, 1997  
BONDED THRU TROY FARM INSURANCE, INC.

Prepared by:

BUETENS & BUETENS, Attorneys at Law  
8965 Bridge Road, Hobe Sound, Florida 33455  
Phone: 407-546-6633 5-corp-4