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PHINTELLING SHOWS ACCOUNT NO. : 07210000032

REFERENCE: 034433 7113420

AUTHORIZATION : (

ORDER DATE: July 26, 1996

ORDER TIME : 10:25 AM

ORDER NO. : 034433

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CUSTOMER NO: 7113420

CUSTOMER: Mr. Benjamin B. Parnes

MR. BENJAMIN B. PARNES

19921 Ne 22nd Court

Miami, FL 33180

DOMESTIC\_FILING

NAME:

BATCHDIE INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_ CERTIFIED COPY

PLAIN STAMPED COPY

\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

624. W96-16452

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

ONISION CH CONTORATION

August 7, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: BATCHDIE INC. Ref. Number: W96000016452

We have received your document for BATCHDIE INC, and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The document must include original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Claretha Golden Document Specialist

Letter Number: 696A00037607

RESUBNIT Submission date as file date.

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### ARTICLES OF INCORPORATION

OF

#### BATCHDIE INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I. NAME

The name of the corporation shall be:

#### BATCHDIE INC.

The address of the principal office of this corporation shall be 19921 Northeast 22nd Court, Miami, Florida 33180, and the mailing address of the corporation shall be the same.

### 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 1,000 shares of common stock having \$0.01 par value per share.

# ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 19921 Northeast 22nd Court, Miami, Florida 33180, and the name of the initial registered agent of the corporation at that address is Benjamin B. Parnes.

### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Benjamin B. Parnes Dir. 19921 Northeast 22nd Court Miami, Florida 33180

#### ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

### ARTICLE VIII. INCORPORATOR

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

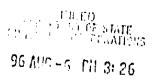
Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on August 6, 1996.

Incorporator

It's Agent, Deborah D. Skipper

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# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Benjamin B. Parnes, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

BATCHDIE INC.

Benjamin B. Parnos is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Typed Name: Benjamin B. Parnes