MIAMI OPPICII GROVE PLA?A DUILDING, 500 PLOOR 2000 MIDDLE STREET (8.00, 2000 TERRACE) MIAMI, FLORIDA 13133 (3001 448/3039 TELECOPIER (300) 441/1748

PORT LAUDRIDGER OPPICE
RARNETT BANK PLAZA, BIM FLOOR
ONE EAST BROWNE BOULEVARD
P.O. BOX 14400
FORT LAUDERBALE, FLORIDA 30302
18841-857-0408
TELECOPIER (BB4) 780-9383

390 HORTH ORANGE AVERUE P.O. BOX 8783 Orlando, Plonida bunou (407) 043-3838

, TELECOPIEN (407) 640-8118

WHAT PALM BRACH OPPICH
UNITED NAT'L HANK TOWER + BUITE 700
1646 PALM BEACH LAKES HOULEVARD
P.O. BOX 2508
WEST PALM BEACH, FLORIDA 33402
14071 019-31000
TELECOPICH 14071 019-9200

ATHER SERVICE
TERRIT SERVICE
TO COURT HERON COL
TO COURT HERON
TO COURT SERVICE
TO COURT SERVICE
TO COURT SERVICE
TO COURT SERVICE
TELECOPIER (E13) 228-3036

August 22, 1996

Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 400001932424 -08/27/96--01038--020 \*\*\*\*122.50 \*\*\*\*122.50

Attention: New Filings

RE: In Re: Corporate Event Offerings, Inc. Our File No.: 38516

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation of Corporate Event Offerings, Inc., together with our check in the amount of \$122.50 to cover the filing fees.

Please file the original Articles of Incorporation and return a certified copy to this office.

Thank you for your cooperation and assistance in this matter.

Very truly yours,

Andrea D. Cleary

RHF:nlp Enc.

cc: Reid J. Barwick

AL 'AUG 2 8 1996

96 AUG 26 FEI 12: 04

# ARTICLES OF INCORPORATION

- 55 Million Gold 12 (15) Of

OI'

# CORPORATE EVENT OFFERINGS, INC.

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

### ARTICLE I - NAME

The name of this corporation is CORPORATE EVENT OFFERINGS, INC.

#### ARTICLE II - DURATION

This corporation shall exist in perpetuity, commencing at the time of filing these articles with the Department of State.

#### ARTICLE III - PURPOSE

This corporation is organized for the specific purpose(s) of Transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock without par value.

## ARTICLE V - PRINCIPAL OFFICE

The initial street and mailing address of the principal office of this corporation is 9393 Palm Tree Drive, Windermere, Florida 34786.

## ARTICLE VI - REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is Wicker, Smith, Tutan, O'Hara, McCoy, Graham & Ford, P.A., 390 North Orange Avenue, Suite 1000, Orlando, Florida 32801.

### ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increaded or decreased from time to time by the by-laws of the corporation or amendment thereto, but shall never be less than one. The name and address of the initial director of this corporation is: Reid J. Barwick, 9393 Palm Tree Drive, Windermere, Florida 34786

## ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is: Reid J. Barwick, 9393 Palm Tree Drive, Windermere, Florida 34786

# ARTICLE IX - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles, of
Incorporation, this 19th day of this 1996.
REID'S. BARWICK
ACCEPTANCE BY REGISTERED AGENT
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES.  DATED THIS DAY OF LOCAL 1996.  Wicker, Smith, Tutan, O'Hara, McCoy, Graham & Ford, P.A Registered Agent
Sworn to and subscribed before me this 22 day of Muffet, 1946, by  Sworn to and subscribed before me this 22 day of Muffet, 1946, by  (Signature of Notary Publice-State of Florida)  NAME OF STATES OF FLORIDA  (Print The Proposition Continues and Name of Notary Public  Personally Known OR Produced Identification
Type of Identification Produced