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LAW OFFICE OF
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FILED
25 SEP 23 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 19, 1996

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

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-09/24/96--01071--011
*****70.00 *****70.00

Re: Show Week Miami, Inc.

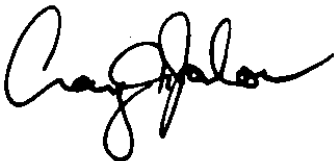
Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for Show Week Miami, Inc.

I have enclosed a check in the amount of \$70.00 for the filing. Also enclosed is a second original of the Articles of Incorporation. Please stamp and return the second original to me.

Thank you and please do not hesitate to call if you have any questions.

Sincerely,



Craig A. Jaslow

Enc.
CAJ:lj

F. CHESSEA SEP 25 1996

ARTICLES OF INCORPORATION

OF

SHOW WEEK MIAMI, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation pursuant to the laws of the State of Florida, hereby makes and files with the Department of State these Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is Show Week Miami, Inc.

ARTICLE II DURATION

The period of existence of this corporation is perpetual.

ARTICLE III PURPOSE

The purpose for which this corporation is formed is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV POWERS

This corporation shall have the power to carry out any and all of its purposes, and said powers shall include, but not be limited to, the powers granted under the laws of the State of Florida.

ARTICLE V CAPITAL STOCK

The total authorized capital stock of this corporation is one thousand (1000) shares of common stock with a par value of one cent (\$0.01).

ARTICLE VI PRINCIPAL OFFICE

The location of the corporation's principal office is 550 Washington Avenue, Miami Beach, Florida 33139.

ARTICLE VII
INITIAL REGISTERED AGENT

The address and name of the corporation's initial registered agent upon whom process against this corporation may be served is: Craig A. Jaslow, Esq., 9351 Fontainebleau Blvd., Suite B-307, Miami, Florida 33172.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one director, who shall not be required to be a shareholder. The name and address of the person serving as initial Director is:

Eugene Rodriguez	550 Washington Avenue
	Miami Beach, Florida 33139

ARTICLE IX
INITIAL OFFICERS

The initial officers of the corporation shall be:

President, Secretary and Treasurer	Eugene Rodriguez
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ARTICLE X
INCORPORATOR

The name and address of the Incorporator is: Craig A. Jaslow, Esq., 9351 Fontainebleau Blvd., Suite B-307, Miami, Florida 33172.

ARTICLE XI
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19th day of September, 1996.



Craig A. Jaslow Esq.
Incorporator

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

Show Week Miami, Inc.

WITNESSETH

That **Show Week Miami, Inc.**, desiring to organize under the laws of the State of Florida, and having its principal office at 550 Washington Avenue, Miami Beach, Florida 33139, has named **Craig A. Jaslow, Esq.**, whose address is 9351 Fontainebleau Blvd., Suite B-307, Miami, Florida 33172, as its registered agent/office to accept service of process within this State.

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to serve as the registered agent for the corporation, and agree to comply with the applicable provisions of Florida law.

Dated this 19th day of September, 1996.



Craig A. Jaslow, Esq.
Registered Agent

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TALLAHASSEE, FLORIDA