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EMPIRE CORPORATE KIT

15/25

10/04/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: FIRST EILISEUM OF DAYTONA BEACH, INC.

AUDIT NUMBER.....H96000014011

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

CERT. COPIES.....1

PAGES..... 5

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TALLAHASSEE, FLORIDA

10/7/96

JB 496A - 45391

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ARTICLES OF INCORPORATION

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: FIRST COLISEUM OF DAYTONA BEACH, INC.

SECOND

The period of its duration is: PERPETUAL

THIRD

The purpose of the corporation is: ANY AND ALL LAWFULL BUSINESS IN THE U.S.A.

FOURTH

The aggregate number of authorized shares is: ONE THOUSAND \$1.00 par value.

FIFTH

The corporation will not commence business until at least 1,000 dollars have been received by it as consideration for the issuance of shares.

SIXTH

Cumulative voting of shares of stock ARE authorized.

SEVENTH

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are:

EIGHTH

Prepared by: Benjamin Nesbitt
1402 E. LAS OLAS BLVD. #200
Ft. Lauderdale, FL 33301
(954) 904-7438

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Provisions for regulating the internal affairs of the corporation are:

NINTH

The address of the initial registered office of the corporation is: 1402 E. LAS OLAS BLVD. STE.#200, FT. LAUD., FL 33301

and the name of its initial registered agent at such address is: BENJAMIN NESBITT

TENTH

Address of the principal place of business is: 1402 E. LAS OLAS BLVD., STE.#200, FT.LAUD.,FL. 33301

ELEVENTH

The number of directors constituting the initial board of directors of the corporation is ONE, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name

Address

_____	_____
_____	_____
_____	_____

TWELFTH

The name and address of each incorporator is:

Name

Address

BENJAMIN NESBITT

1402 E.LAS OLAS BLVD. STE.#200FT.LAUD.,FL 33301

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EMPIRE CORPORATE KIT

P.18/25

H96000014011

9/29/96
Date:

Bonnie Dordel

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**CERTIFICATE OF DESIGNATION
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.

First that FIRST COLISEUM OF DAYTONA BEACH, INC.
(Name of Corporation)
desiring to organize under the laws of the State of _____
(Florida)
with its principal office, as indicated in the articles of
incorporation has named LESLIE ANN NESBITT
(Name of Registered Agent)
located at 1402 E. LAS OLAS BLVD FT. LAUD FL 33301
City of MIAMI County of DADE
(City) (County)

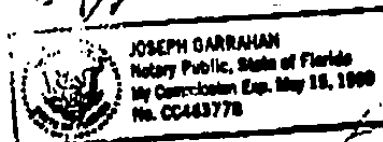
State of Florida, as its agent to accept service of process within this state.

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

Bonnie A. Nesbitt
Registered Agent

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