

P96000095756

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-22-9111 FAX

800-342-8086



PRENTICE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 164603 5011226

AUTHORIZATION : *Patricia Pyrite*

COST LIMIT : \$ 122.50

FILED
95 NOV 22 AM 8:41
STATE

ORDER DATE : November 22, 1996

ORDER TIME : 9:30 AM

ORDER NO. : 164603-015

CUSTOMER NO: 5011226

CUSTOMER: Barbara Buchanan, Legal Asst
GRAY HARRIS & ROBINSON

700002012327--2

S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

DOMESTIC FILING

NAME: PARADISE SHOW & DESIGN, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

RECEIVED
95 NOV 22 AM 10:43
DIRECTOR OF CORPORATION

KR
11-25-96

ARTICLES OF INCORPORATION
OF
PARADISE SHOW & DESIGN, INC.

FILED
MAY 19 1981
STATE
OFFICE

ARTICLE I - NAME

The name of this corporation is PARADISE SHOW & DESIGN, INC.

ARTICLE II - ADDRESS

The principal office of the corporation is 4210 L.B. McLeod Road, Suite 106,
Orlando, Florida 32811.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business
for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common
stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

4210 L.B. McLeod Road, Suite 106
Orlando, Florida 32811

The name of the initial registered agent of this corporation at that address shall be:

Lawrence M. Epstein

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

B. The name and address of the initial director and officer of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Lawrence M. Epstein	4210 L.B. McLeod Road, Ste. 106 Orlando, Florida 32811	Director President Secretary Treasurer

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Lawrence M. Epstein	4210 L.B. McLeod Road, Suite 106 Orlando, Florida 32811

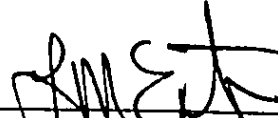
ARTICLE IX - BYLAWS

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

ARTICLE X - AMENDMENT

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

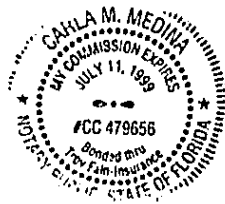
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31 day of October, 1996.



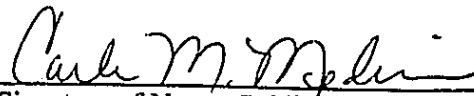
Lawrence M. Epstein
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 31st day of October, 1996, by Lawrence M. Epstein.



AFFIX NOTARY STAMP



Signature of Notary Public

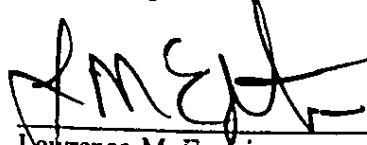
CARLA M. Medina

(Print Notary Name)
My Commission Expires: 7-11-99
Commission No.: CC 479656

Personally known, or
 Produced Identification
Type of Identification Produced:

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of PARADISE SHOW & DESIGN, INC., I hereby accept and agree to act in this capacity.



Lawrence M. Epstein

FILED
95 NOV 22 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA