

P97000023605



ACCOUNT NO. : 072100000032

REFERENCE : 295294 1429D

AUTHORIZATION :

Patricia Poyth

COST LIMIT : \$ 122.50

ORDER DATE : March 17, 1997

ORDER TIME : 8:50 AM

ORDER NO. : 295294-005

CUSTOMER NO: 1429D

CUSTOMER: Ms. Darlajo C. Swab
CUMMINGS & LOCKWOOD

P. O. Box 413032
3001 Tamiami Trail, North
Naples, FL 33941-3032

DOMESTIC FILING

NAME: G.S. ENTERTAINMENT

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED RECEIVED
97 MAR 17 AM 11:39
TALLAHASSEE, FLORIDA
SECTION OF DIVISION OF CORPORATION

Dmc
3-17-97

**ARTICLES OF INCORPORATION
OF
G.S. ENTERTAINMENT, INC.**

FILED
97 MAR 17 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

G.S. ENTERTAINMENT, INC.

SECOND: The initial principal office or mailing address of the Corporation is:

c/o Cummings & Lockwood
3001 Tamiami Trail North
Naples, Florida 34103
Attention: DarlaJo C. Swab

THIRD: The aggregate number of shares that the Corporation is authorized to issue is **TEN THOUSAND (10,000)** shares of common stock, and the par value of each such share shall be **ONE CENT (\$.01)**. Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

c/o Cummings & Lockwood
3001 Tamiami Trail North
Naples, Florida 34103

and the name of the Corporation's initial registered agent at such address is:

DARLAJO C. SWAB

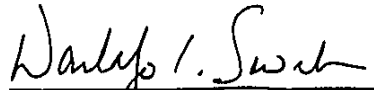
FIFTH: The name and address of the sole incorporator of the Corporation is:

DARLAJO C. SWAB
Cummings & Lockwood
3001 Tamiami Trail North
Naples, Florida 34103

SIXTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1) and the name and address of the person who is to serve as director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is as follows:

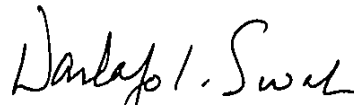
Gregory C. Swab, Director
1911 48th Street SW
Naples, Florida 34116

IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 14th day of March, 1997.



DarlaJo C. Swab

I, DarlaJo C. Swab, having been designated to act as registered agent, hereby agree to act in this capacity.



DarlaJo C. Swab
Initial Registered Agent