

P97000031299

LETTER
OF INTENTION TO FILE
ARTICLES OF INCORPORATION

(Date)

3-6-97

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000002108620--2
-03/10/97--01101--002
****122.50 ****122.50

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of
S+D CONCESSIONS, INC.

Also find enclosed a check made payable to the Secretary of State in the
amount of \$122.50 which includes the statutory filing fee. Your assistance
in establishing the corporation to be known as S+D CONCESSIONS, INC. is
appreciated.

Respectfully,

Helene Dando
Secretary

MAR 17

BSB

FILED
91 APR -7 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

611
628 619, 615, 671
W97-6172

APR

BSB



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 17, 1997

HELENE DANDO
875 N.E. 48TH STREET #399
POMPANO BEACH, FL 33064

SUBJECT: S&D CONCESSION, INC.
Ref. Number: W97000006172

We have received your document for S&D CONCESSION, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 797A00013436

ARTICLES OF INCORPORATION

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We, the undersigned, as proper persons acting as
incorporators of a corporation under the laws of the State of ^{SECRETARY OF STATE}
~~TALLAHASSEE, FLORIDA~~
S&D CONCESSIONS, INC. adopt the following articles of incorporation:

FIRST

The name of the corporation is: S&D CONCESSION, INC.

SECOND

The period of its duration is: ON GOING.

THIRD

The purpose of the corporation is: CARNIVAL
ENTERTAINMENT.

FOURTH

The aggregate number of authorized shares is:
100.

FIFTH

The corporation will not commence business until at least
\$ 1.00 dollars have been received by it as consideration
for the issuance of shares.

SIXTH

Cumulative voting of shares of stock 100
authorized.

SEVENTH

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

100

EIGHTH

Provisions for regulating the internal affairs of the corporation are: ANNUAL MEETINGS.

NINTH

The address of the initial registered office of the corporation is: Carol Seiler

and the name of its initial registered agent at such address is:
875 N.E. 48th #399, Pompano Bch, FL. 33064

TENTH

Address of the principal place of business is:

AS ABOVE.

ELEVENTH

The number of directors constituting the initial board of directors of the corporation is 2, 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
<u>CAROL SEILER</u>	<u>875 N.E. 48th ST. #399, Pompano Bch, FL 33064</u>
<u>HELENE DANDO</u>	<u>875 N.E. 48th ST. #399, Pompano Bch FL. 33064</u>
_____	_____

TWELFTH

The name and address of each incorporator is:

Name	Address
<u>SAME AS IN #11</u>	_____
_____	_____
_____	_____

Date: March 6, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FORM 6 Resolution to be Treated as an S Corporation

RESOLUTION TO BE TREATED

AS AN

S CORPORATION

Whereas it is deemed in the best interest of the corporation and its shareholders that the corporation take certain actions,

Resolved, the corporation elects to be treated as an S corporation. The officers of the corporation are authorized to make necessary arrangements to comply with the regulations concerning S corporations.

Dated:

3-6-97

Carl J. Secker
Chairperson

Attest:

Helene Dando
Secretary

4-3-97

I hereby accept the duties and responsibilities as registered agent for said corporation.

Carl J. Secker