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DOBSON & BROWN, P.A.

ATTORNEYS AT LAW

66 CUNA STREET, SUITE A  
ST. AUGUSTINE, FLORIDA 32084

FILED

97 APR 15 AM 11:29

GEOFFREY B. DOBSON  
RONALD W. BROWN  
DAVID C. REEVES

TELEPHONE (904) 824-9032  
TELEFAX (904) 824-9236  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 14, 1997

Secretary of State  
Division of Corporations  
The Capitol  
Plaza Level 10  
Tallahassee, Florida 32399-0810

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-04/15/97--01052--014  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Articles of Incorporation;  
St. Augustine Entertainment G.P., Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced Corporation along with the name of the Resident Agent in the Articles. Also please find a check in the amount of \$122.50 to cover filing tax, filing fees, and a certified copy of the Articles of Incorporation.

If the enclosed document meets with your approval, I would appreciate your filing it and returning it to me by Facsimile transmission.

Thank you for your cooperation.

Sincerely,

*Barbara Lee*

Barbara Lee

Secretary to Geoffrey B. Dobson

/b1  
Enclosures

PH  
4/16/97

ARTICLES OF INCORPORATION  
OF  
ST. AUGUSTINE ENTERTAINMENT G.P., INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

1. The name of the Corporation is St. Augustine Entertainment G.P., Inc.

2. Existence of the Corporation shall be perpetual. Corporate existence shall commence upon the filing of these Articles of Incorporation.

3. The purpose for which the Corporation is initially organized is the transaction of any and all business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

4. The aggregate number of shares which the corporation shall have the authority to issue is 1000 of \$1.00 par value each.

5. The street address and mailing address of the initial principal office shall be 66 Cuna Street, Suite A, St. Augustine, Florida 32084; and the name of its initial Registered Agent at such address is Geoffrey B. Dobson.

6. The initial Board of Directors shall consist of two (2) members, but such number may be increased or decreased, but not

less than one, as provided in the By-Laws of the Corporation. The names and addresses of the initial members of the Board of

Directors are: K.G. Johnson  
39 Avista Circle  
St. Augustine, Florida 32084  
And  
Kenneth R. Kresge  
200 Malaga Street  
St. Augustine, Florida 32084.

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ST. AUGUSTINE, FLORIDA

7. The names and addresses of each of the Incorporators are as follows: K.G. Johnson  
39 Avista Circle  
St. Augustine, Florida 32084  
and  
Kenneth R. Kresge  
200 Malaga Street  
St. Augustine, Florida 32084.

IN WITNESS WHEREOF, the Incorporators have hereunto set their hands and seal this 11 day of April, A. D., 1997.

K.G. Johnson  
K.G. Johnson  
Kenneth R. Kresge  
Kenneth R. Kresge

The undersigned hereby accepts the appointment as Registered Agent for St. Augustine Entertainment G.P., Inc.

Geoffrey B. Dobson  
Geoffrey B. Dobson

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned officer duly authorized to take oaths and acknowledgments in the County and State aforesaid, personally appeared K.G. Johnson, Kenneth R. Kresge, and Geoffrey B. Dobson who are personally known to me or who produced \_\_\_\_\_ as identification, and who, after being by me first duly sworn and cautioned, acknowledged to and before me that they executed the above and foregoing Articles of Incorporation of for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in St. Augustine, St. Johns County, Florida this 14th day of April, A. D., 1997.

Barbara N. Lee  
Notary Public, State of Florida  
at Large

BARBARA H. LEE  
Notary Public, State of Florida  
My comm. expires Nov. 18, 2000  
Comm. No. CC 602003

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE