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LAW OFFICES OF  
**GARFINKEL, PALMER & GENEROTTI**

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June 19, 1997

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

FILED  
97 JUN 20 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: **ENTERTAINMENT CONSULTING CORP.**

Ladies/Gentlemen:

Enclosed herewith please find an original and one (1) copy of Articles of Incorporation relative to the above-referenced new business entity.

A remittance in the sum of \$131.25 is also enclosed to cover the filing fee on the corporation and a certificate of good standing. Also enclosed please find a self-addressed Airborne Express mailer for your convenience in returning the documents to the undersigned.

Should you have any questions or require any additional information, please do not hesitate to contact me.

Cordially,

*E. J. Generotti by ybn*  
E. J. GENEROTTI, ESQ.

For the Firm

EJG/jbn

enc.

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-06/20/97--01064--014  
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JUN 20

**ARTICLES OF INCORPORATION**  
**OF**  
**ENTERTAINMENT CONSULTING CORP.**

**FILED**

97 JUN 20 PM 2:11

DEPT. OF REVENUE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates herself to form a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME:** The name of this corporation is:

**ENTERTAINMENT CONSULTING CORP.**

**ARTICLE II**

**PURPOSES AND POWERS:** The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business which is permitted under the laws of the State of Florida.
2. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
3. And, further, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchise of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or

other obligations or negotiable instruments.

### **ARTICLE III**

**CAPITALIZATION:** The maximum number of shares of stock this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE AND 00/100 (\$1.00) DOLLAR per share.

### **ARTICLE IV**

**INITIAL CAPITAL:** The amount of capital with which this corporation will begin business is FIVE HUNDRED AND NO/100 (\$500.00) DOLLARS.

### **ARTICLE V**

**COMMENCEMENT AND DURATION:** This corporation is to commence existence upon the filing of the Articles of Incorporation by the Department of State.

### **ARTICLE VI**

**PRINCIPAL PLACE OF BUSINESS:** The name of this corporation shall be ENTERTAINMENT CONSULTING CORP., having its principal place of business at: One Financial Plaza, Suite #2111, Fort Lauderdale, Florida, 33394.

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida, and establish branch offices in any place within the State of Florida, as the said corporation may desire.

### **ARTICLE VII**

**DIRECTORS:** This corporation shall have five (5) directors initially; the number of Directors may be increased from time to time by the laws adopted by the stockholders, but shall

never be less than one (1).

#### **ARTICLE VIII**

**DIRECTOR:** The name and address of the first Board of Directors of these Articles of Incorporation is as follows:

Mitchel D. Garfinkel  
Director

One Financial Plaza, #2111  
Fort Lauderdale, FL 33394

The name and address of the original officers is as follows:

Mitchel D. Garfinkel  
President, Secretary,  
Treasurer

One Financial Plaza, #2111  
Fort Lauderdale, FL 33394

#### **ARTICLE IX**

**INCORPORATOR AND SUBSCRIBER:** The Incorporator and Subscriber to all of the capital shares of the corporation is:

MITCHEL D. GARFINKEL

#### **ARTICLE X**

**AMENDMENT:** These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.


#### **ARTICLE XI**

**REGISTERED AGENT:** That MITCHEL D. GARFINKEL, One Financial Plaza, Suite 2111, Fort Lauderdale, Florida, 33394 is hereby named Registered Agent for this corporation to be

its agent and to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

Having been named to accept service of process for ENTERTAINMENT CONSULTING CORP. at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

  
\_\_\_\_\_  
**MITCHEL D. GARFINKEL**  
Registered Agent

I, **THE UNDERSIGNED**, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 19 day of June, 1997.

  
\_\_\_\_\_  
**MITCHEL D. GARFINKEL**

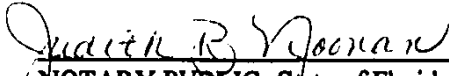
STATE OF FLORIDA      )

SS:

COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, personally appeared MITCHEL D. GARFINKEL who is personally known to me and/or who has produced his Driver's License # \_\_\_\_\_ identification and who did/did not take an oath, being by me first duly sworn, deposes and states that he is the person described in and who executed the foregoing Articles of Incorporation and he acknowledged that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this 19<sup>th</sup> day of June, 1997.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
Print Name: JUDITH B. NOONAN

My Commission expires:

