



THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

June 6, 1997

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: PINNACLE ENTERPRISES, INC.
P3280380 CER

500002213775--1
-06/16/97--01176--016
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for PINNACLE ENTERPRISES, INC.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

Regina Cephas
Regina Cephas
Vice President

enc.

FILED
97 JUN 27 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 6/30/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 17, 1997

REGINA CEPHAS
THE COMPANY CORPORATION
1313 N. MARKET STREET
WILMINGTON, DE 19801-1151

SUBJECT: PINNACLE ENTERPRISES, INC.
Ref. Number: W97000014097

We have received your document for PINNACLE ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 197A00032266

ARTICLES OF INCORPORATION
OF

Pinnacle Enterprises Investment Holding Company, Inc.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation shall be Pinnacle Enterprises Investment Holding Company, Inc.
- SECOND: The address of the initial registered office of the corporation is 2252 Churchhill Downs Street, Orlando, FL 32825. The name of the agent at said address is Frank Cerasoli.
- THIRD: The principal address of the corporation is 2252 Churchhill Downs Street, Orlando, FL 32825.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations be organized under the Florida Business Corporation Act .
- FIFTH: The total authorized stock of this corporation is divided into 1,000 shares at \$1.00 par value.
- SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as Follows:
- Frank Cerasoli 2252 Churchhill Downs Street, Orlando, FL 32825.
- SEVENTH: The duration of the corporation is perpetual.
- EIGHT: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Wendy Snow 1313 N. Market Street, Wilmington, DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 4th day of June, 1997.

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 4th day of June, 1997 by Wendy Snow


Notary Public

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Wendy Snow, 1313 Market Street, Wilmington, DE 19801 (302) 575-0440

FILED
JUN 27 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this Pinnacle Enterprises Investment Holding Company, Inc.
desiring to organize under the laws of the State of Florida with its principal
place of business located in the city of Orlando, State of
Florida, has named FRANK Cerasoli located at
2252 Churchill Downs Cr., Orlando Fl.
32825 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act
in this capacity, and I further agree to comply with the provisions of all
statutes relative to the proper and complete performance of my duties.

5-22-97
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUN 27 AM 9:00

FILED

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I.M.C.
pend