

P97000057449



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 443361 4306424

AUTHORIZATION :

Patricia Piquit

COST LIMIT : \$ 122.50

ORDER DATE : June 26, 1997

ORDER TIME : 12:13 PM

ORDER NO. : 443361-010

600002223876--4

CUSTOMER NO: 4306424

CUSTOMER: Debra Kirschner, Legal Asst
STEEL HECTOR & DAVIS

41st Floor, Ste. 4000
200 S. Biscayne Boulevard
Miami, FL 33131-2398

DOMESTIC FILING

NAME: OBC HOLDING CO., INC.

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: Carina L. Dunlap

EXAMINER'S INITIALS:

WP7-1495/

5

RECEIVED
97 JUN 26 PM 1:09
DIVISION OF CORPORATION

62524 - double suffix

SN JUN 26 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 26, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: OBC HOLDING CO., INC.
Ref. Number: W97000014951

RESUBMIT

Please resubmit your
submission as follows:

We have received your document for OBC HOLDING CO., INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

PLEASE REMOVE ANY EXTRA CORPORATE SUFFIX FROM YOUR CORPORATION NAME.,

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 697A00033918

RECEIVED
97 JUN 30 PM 3:35
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
OBC HOLDING , INC.**

FILED
ST. JAMES
MAY 15 1980
MILLER
FLORIDA

ARTICLE I - NAME

The name of the corporation is OBC Holding , INC. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 100 shares of Common Stock, par value \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 601 Brickell Key Drive, Suite 206, Miami, Florida 33131; and the name of the initial registered agent of the Corporation at that address is Keith Tribble.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is:

601 Brickell Key Drive
Suite 206
Miami, Florida 33131

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The names and addresses of the initial directors of this Corporation are as follows:

Ed Williamson
c/o The Orange Bowl Committee, Inc.
601 Brickell Key Drive, Suite 206
Miami, Florida 33131

Leslie V. Pantin, Jr.
c/o The Orange Bowl Committee, Inc.
601 Brickell Key Drive, Suite 206
Miami, Florida 33131

Nicholas A. Crane
c/o The Orange Bowl Committee, Inc.
601 Brickell Key Drive, Suite 206
Miami, Florida 33131

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Abigail C. Watts-FitzGerald, Esq.
200 South Biscayne Blvd.
Suite 4100
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation this 25th day of June, 1997.


Abigail C. Watts-FitzGerald, Esq.
Incorporator

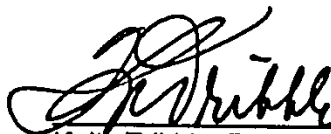
WITNESSETH:

That, OBC Holding , INC. desiring to organize under the laws of the State of Florida, which will have its principal office in Florida, has named Keith Tribble, whose address is 601 Brickell Key Drive, Suite 206, Miami, Florida 33131, its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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 accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated: This 23 day of June 1997



Keith Tribble, Registered Agent

FILED
JUN 26 AM 9:43
MIAMI-Dade COUNTY FLORIDA

MIA9510/161200-1