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FELLOW AMERICAN ACADEMY MATRIMONIAL LAWYERS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 29 AM 9:40

September 25, 1997

via FEDERAL EXPRESS

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Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: Incorporation of JOFF-ART PRODUCTIONS INTERNATIONAL, INC.

Dear Sir/Madam:

We enclose the original and one copy of the Articles of Incorporation for the above-named corporation with Acceptance of Registered Agent and our \$122.50 check in payment of the following fees:

Filing of Articles of Incorporation	\$35.00
Registered Agent Designation	\$35.00
Certified copy of Articles of Incorporation	\$52.50

Please certify the enclosed copy of the Articles of Incorporation and return them, together with the filing receipt to our offices at the address indicated above.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

*Lawrence J. Miller*  
By: Lawrence J. Miller, Esquire

JAL  
Enclosures  
cc: Mr. Harold E. Schinman

*JAL*  
*9/30/97*

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ARTICLES OF INCORPORATION  
FOR

**JOFF-ART PRODUCTIONS INTERNATIONAL, INC.**

The undersigned, acting as incorporator under the Florida Business Corporation Act, adopts the following Articles of Incorporation for **JOFF-ART PRODUCTIONS INTERNATIONAL, INC.**

1. The name of the corporation is **JOFF-ART PRODUCTIONS INTERNATIONAL, INC.**
2. The principal office of the corporation is:  
5760-B Coach House Circle  
Boca Raton, FL 33486
3. The corporation shall have authority to issue 1,000 shares of stock, all of one class with a par value of \$1.00 per share.
4. The corporation's initial registered office is: 2200 Corporate Boulevard, N.W., Suite 401, Boca Raton, Florida 33431. The name of the corporation's initial registered agent at this office is HCRM Corp.
5. The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States or Florida.
6. The number of directors constituting the initial board of directors is one and his name and address is:

Name

HAROLD E. SCHINMAN

Address

5760-B Coach House Circle  
Boca Raton, FL 33486

7. The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
HCRM Corp.	2200 Corporate Boulevard, N.W. Suite 401 Boca Raton, Florida 33431

Executed and subscribed at Boca Raton, Florida on September  
25, 1997.

HCRM Corp., as Incorporator

By: Lawrence J. Miller  
LAWRENCE J. MILLER, Vice President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of JOFF-ART PRODUCTIONS INTERNATIONAL, INC. were acknowledged before me by LAWRENCE J. MILLER, Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 25<sup>th</sup> day of September, 1997, on behalf of HCRM Corp.

Jane Lighton  
Notary Public  
My commission expires:  
Printed Name:



JANE LIGHTON  
MY COMMISSION # CC382872 EXPIRES  
July 22, 1998  
BONDED THRU TROY FAH INSURANCE, INC.

Acceptance of Registered Agent

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DIVISION OF CORPORATIONS  
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HCRM CORP. hereby accepts the above appointment as registered agent of JOFF-ART PRODUCTIONS INTERNATIONAL, INC. and acknowledges that it is familiar with the obligations of that position.

HCRM CORP.

By: Lawrence J. Miller  
LAWRENCE J. MILLER, Vice President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was acknowledged before me by LAWRENCE J. MILLER as Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 25<sup>th</sup> day of September, 1997, on behalf of the Corporation.

Jane Lighton  
Notary Public  
My commission expires:  
Printed Name:



JANE LIGHTON  
MY COMMISSION # CC382072 EXPIRES  
July 22, 1998  
BONDED THRU TRUDY FAIR INSURANCE, INC.