

P97000094223

Serious Fun Incorporated
20281 E. Country Club Drive, Suite 508
North Miami Beach, Florida 33180

July 28, 1997

Department of State
Attn: New Filing Section
P.O. Box 6327
Tallahassee, Florida 32314

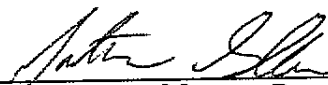
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(4) ****122.50 ****122.50

Re: Serious Fun Incorporated

To whom it may concern:

Enclosed herewith are the Articles of Incorporation together with a copy of said Articles for Serious Fun Incorporated and our check in the amount of \$122.50.

Respectfully submitted,


Jonathan Geller, President

FILED
97 NOV -3 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/11-4-97

FILED
97 NOV -3 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Serious Fun Incorporated

The undersigned incorporated does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be: Serious Fun Incorporated

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose for which this corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this corporation shall consist of 1000 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business shall be determined by the initial Board of Directors.

ARTICLE V

ADDRESS OF PRINCIPAL OFFICE

Address of the principal office of this corporation is 20281 E. Country Club Drive, Suite 508, North Miami Beach, Florida 33180.

ARTICLE VI

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this corporation in the State of Florida is 20281 E. Country Club Drive, Suite 508, North Miami Beach, Florida 33180 and the initial registered agent of this corporation at that address shall be Jonathan Geller.

ARTICLE VIII

NUMBER OF DIRECTORS

This corporation shall have not less than one (1) Director.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors are:

Jonathan Geller

20281 E. Country Club Drive,
Suite 508
North Miami Beach, Florida 33180

Scott Mueller

129 Clarendon Avenue
Palm Beach, Florida 33480

ARTICLE X

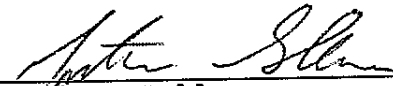
INCORPORATOR

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

Jonathan Geller

20281 E. Country Club Drive,
Suite 508
North Miami Beach, Florida 33180

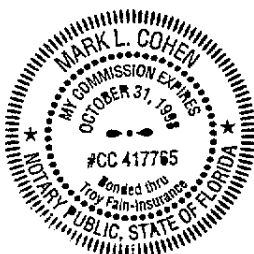
IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal,
this the 29th day of July, 1997.


Jonathan Geller

STATE OF FLORIDA
COUNTY OF Broward

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared Jonathan Geller to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 29th day of
July, 1997.



My commission expires


Notary Public, State of Florida

FILED
97 NOV -3 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, named as the registered agent in Article VII of these Articles of Incorporation hereby consents to act as such registered agent.


Jonathan Geller