



THE UNITED STATES
CORPORATION
COMPANY

P97000096119

ACCOUNT NO. : 072100000032

REFERENCE : 576152 . 7138415 .

AUTHORIZATION :

Patricia Pygott

COST LIMIT : \$ 70.00

ORDER DATE : October 23, 1997

ORDER TIME : 1:19 PM

ORDER NO. : 576152-010

CUSTOMER NO: 7138415

800002343838--7

CUSTOMER: Mr. Charles Clancy
MR. CHARLES CLANCY

1926 N.e. 147th Terrace

Miami, FL 33181

DOMESTIC FILING

NAME: BENTLEY BROS. CIRCUS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY

XX PLAIN STAMPED COPY

 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 10 PM 5:38

97 NOV 10 PM 3:46
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF

BENTLEY BROS. CIRCUS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BENTLEY BROS. CIRCUS, INC.

The address of the principal office of this corporation shall be 1926 Northeast 147th Terrace, Miami, Florida 33181, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 NOV 10 PM 5:38

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1926 Northeast 147th Terrace, North Miami, Florida 33181, and the name of the initial registered agent of the corporation at that address is Charles Clancy.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Charles Clancy
Dir.

1926 Northeast 147th Terrace
North Miami, Florida 33181

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on November 10, 1997.

Deborah D. Skipper

It's Agent, Deborah D. Skipper
Incorporator

DWL

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DIVISION OF CORPORATIONS
91 NOV 10 PM 5:38

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

CHARLES CLANCY, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

BENTLEY BROS. CIRCUS, INC.

CHARLES CLANCY is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Charles I. Clancy
Typed Name: CHARLES CLANCY