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ACCOUNT NO. : 072100000032

REFERENCE : 651061 8814A

AUTHORIZATION : Patricia Pyjunt

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 29 AM 8:30

ORDER DATE : December 29, 1997

ORDER TIME : 12:58 PM

ORDER NO. : 651061-005

CUSTOMER NO: 8814A

900002385079--6

CUSTOMER: Robert David Jones, Esq
FUCHS & JONES

590 Royal Palm Beach Boulevard

Royal Palm Bch, FL 33411

DOMESTIC FILING

NAME: HALL OF FAME, 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: Jeanine Glisar

EXAMINER'S INITIALS: _____

RECEIVED
97 DEC 29 PM 3:29
DIVISION OF CORPORATIONS

12-30-97
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ARTICLES OF INCORPORATION
OF
HALL OF FAME, INC.

FILED
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DIVISION OF CORPORATIONS
97 DEC 29 AM 8:31

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:

HALL OF FAME, INC.

The address of the principal office of this corporation shall be 590 Royal Palm Beach Boulevard, Royal Palm Beach, Florida 33411, 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 100 shares of common stock having \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 590 Royal Palm Beach Boulevard, Royal Palm Beach, Florida 33411, and the name of the initial registered agent of the corporation at that address is Robert D. Jones, Esq.

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 three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Donald J. Pascalli Dir.	15848 86th Road North Loxahatchee, Florida 33470
Jess R. Santamaria Dir.	675 Royal Palm Beach Boulevard Royal Palm Beach, Florida 33411
Robert D. Jones Dir.	590 Royal Palm Beach Boulevard Royal Palm Beach, Florida 33411

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Donald J. Pascalli Pres	15848 86th Road North Loxahatchee, Florida 33470
Jess R. Santamaria Sec/Treas	675 Royal Palm Beach Boulevard Royal Palm Beach, Florida 33411
Robert D. Jones Vice Pres	590 Royal Palm Beach Boulevard Royal Palm Beach, Florida 33411

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on December 29, 1997.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

JKG

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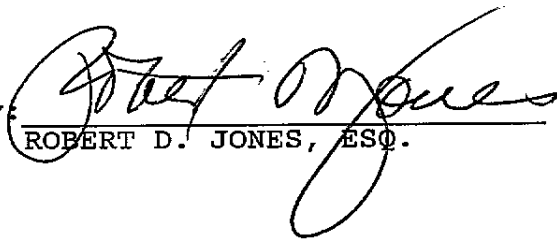
ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

ROBERT D. JONES, ESQ., 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:

HALL OF FAME, INC.

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

By:


ROBERT D. JONES, ESQ.