

P980000002928

PALM-AIRE SOCIAL CENTER AND THEATRE, INC.

Post Office Box 52852
Jacksonville, Florida 32201-2852

January 8, 1998

VIA FEDERAL EXPRESS

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

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-01/09/98-01054-003
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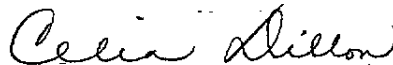
Dear Sir or Madam:

Enclosed are the Articles of Incorporation along with our check in the amount of \$122.50 to incorporate Palm-Aire Social Center and Theatre, Inc. Please forward a certified copy of the Articles of Incorporation to:

Mrs. Celia Dillon
Palm-Aire Social Center and Theatre, Inc.
Post Office Box 52852
Jacksonville, Florida 32201-2852

If you have any questions or need further information, please call me at (904)359-2175.

Sincerely,



Celia Dillon

/cd
Enclosures

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STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PALM-AIRE SOCIAL CENTER AND THEATRE, INC.**

ARTICLE I - NAME

The name of this Corporation is Palm-Aire Social Center and Theatre, Inc.

ARTICLE II - ADDRESS

The address of the principal office of this Corporation is One Independent Drive, Suite 2210, Jacksonville, Florida 32202 and the mailing address of this Corporation is Post Office Box 52852, Jacksonville, Florida 32201-2852.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of common stock, all of which shall be of the par value of \$.01 cents per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is One Independent Drive, Suite 2210, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is J. Frank Surface.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be 1 and the name and address of each person who is to serve as a member thereof is:

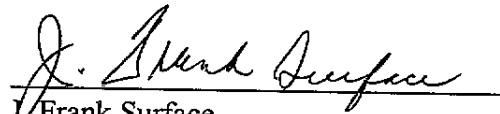
J. Frank Surface

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is J. Frank Surface, One Independent Drive, Suite 2210, Jacksonville, Florida 32202.

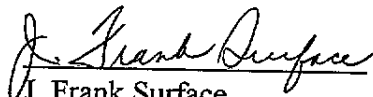
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of January, 1998.


J. Frank Surface
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

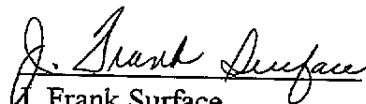
In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Palm-Aire Social Center and Theatre, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named J. Frank Surface, located at One Independent Drive, Suite 2210, Jacksonville, Florida 32202, City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.


J. Frank Surface
Incorporator

January 8, 1998
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, J. Frank Surface hereby agrees to act in this capacity, and J. Frank Surface further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his/her duties.


J. Frank Surface

January 8, 1998
Date

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA