# P9800000 7136

### TAX PREPARER OF AMERICA

ANTONIO VASANO TAX PREPARER 940 LINCOLN ROAD MALL SUITE 204 MIAMI BEACH, FL 33139 USA

300002409013--3 -01/22/98--01083--010 \*\*\*\*\*\*70.00 \*\*\*\*\*\*70.00

Office Use Only

#### CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

|                            | 1. <u>Į</u>                      | Corporation No   | Ente   | ertainm            | nen  | Inc.                  |   |   |
|----------------------------|----------------------------------|------------------|--|--------------------|--|-----------------------|---|---|
|                            | 2.                               | (Corporation Na  |  |                    | (Documen   | ·                     |   |   |
|                            | 3.                               | (Corporation 14s |  |                    | (Documen   | (#)                   |   |   |
|                            | J                                | (Corporation Na  | ame)   |                    | (Documen   | t #)                  |   |   |
|                            | 4                                | (Corporation Na  | ame)   | <del>.</del>       | (Documen   | t #)                  |   |   |
|                            | Walk in                          | Pick :           | un time  |                    |  | Certified Copy        |   |   |
|                            | Mail out                         | _                | vait   | p                  | -  | Certificate of Sta    | itus  |   |
| n, tunkii yaa<br>C.E.e.b w | NEW FILINGS                      |                  | AMEND  | MENTS              | ran, ij janat sepan<br>Alter in Alexandria in se<br>Alexandria in Alexandria<br>Alexandria in Alexandria |                       | <b>t.</b> 9   |   |
| X                          | Profit                           | 1                | Amendment  |                    |  |                       | 98 JAN 22 AM 9: 06 SECRETARY OF STATE FALLAHASSEE, FLORIE |   |
| 1 -                        | NonProfit                        |                  | Resignation  | of R.A., Officer/D | irector  |                       | N 2   |   |
|                            | Limited Liability  Domestication |                  | Change of Registered Agent  Dissolution/Withdrawal   |                    |  |                       | SEE OF  |   |
|                            |                                  |                  |  |                    |  |                       | AM 9: UN  |   |
|                            | Other                            | 1                | Merger   |                    |  |                       |   | 3 |
| rajan.<br>Majar<br>Ligar   | OTHER FILING                     | GS               | the state of the s | TRATION/           |  |                       |   |   |
|                            | Annual Report                    |                  |  | FICATION           | È  |                       |   |   |
|                            | Fictitious Name                  |                  | Foreign  |                    | _  |                       |   |   |
|                            | Name Reservation                 |                  | Limited Part<br>Reinstateme  |                    | -  | $\bigcirc$ $\bigcirc$ |   |   |
|                            |                                  |                  | アーバルフィタイクバイン   | TTC .              |  | I C N . A/M N I       | 1   |   |

Trademark

Other

PMO 1-23,98

| Examiner's Initials |  |
|---------------------|--|
|---------------------|--|

## FILED

98 JAN 22 AM 9:06 ARTICLES OF INCORPORATION SECRETARY OF STATE TALLAHASSEE, FLORIDA OF

ENTERTAINMENT, INC

| ARTICLE I - NAIVIE  |
|---|
| Name of the Corporation: B & A ENTERTAINMENT, INC.  |
| Address of the Corporation: 9 4 0 Lincoln Rd Mall Suite 9 0 4   |
| Miami Beach, Florida 3 3 I 3 9  |
| ARTICLE II - DURATION   |
| Term of existence of the corporation is perpetual   |
| ARTICLE III - PURPOSE   |
| The corporation may transact any and all lawful business for which corporations may be incorporated under the laws of the United States and the State of Florida. |
| ARTICLE IV - CAPITAL STOCK  |
| The number of shares which the corporation has authorized to be outstanding at any one  |
| time is   |
| PAR VALUE S — 10.00   |
| ARTICLE V - REGISTERED OFFICE   |
| The street address of the initial registered office of the corporation shall be:  |
| 9 4 0 Lincoln Rd. Mall Suite 2 0 4 Miami Beach, FL. 3 3 I 3 9   |
| and the name of the initial registered agent at such address is   |
| I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation   |
| Signature of Registered Agent   |
| d 15. 1008  |

Date:

#### ARTICLE VI - DIRECTORS

| The Board of Directors are as fol<br>The name and address of the Init |               |                 |  |           |          |
|---|---------------|-----------------|--|-----------|----------|
|   |               | "0 1 M 11 C     | 77 - 0 C M                                   |           |          |
| Erika Avitabile I   |               | r Rd Mall Suite | _#906 Miami                                  | Beach, FA | - 33439  |
| Eduardo Blanco  |               | same            | <u>.                                    </u> |           |          |
|   |               |                 |  |           |          |
| 1   |               |                 | <del></del> .                                |           |          |
| AI  | RTICLE VII -  | - INCORPORATO   | R  |           |          |
|   |               |                 |  |           |          |
| The name and address of the inco                                      | orporator is: |                 |  |           |          |
| <u>Erika Avitab</u>   | ile 100       | lincoln Rd Ma   | LL #906 Mian                                 | i Beach,  | FL 33139 |
| In witness whereof I have subscr                                      | ihad my nama  | + Einha a       | rusto.                                       |           |          |
| III WILLIOS WILOTOOL I HAVE SUOSCI                                    | ious my name  | Signat          | ure of Incorporator                          | •         | •        |