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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
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NAME: AMERICAS FINEST ENTERTAINMENT SERVICES, INC.  
AUDIT NUMBER.....H98000001998  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**of**  
**AMERICAS FINEST ENTERTAINMENT SERVICES, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is AMERICAS FINEST ENTERTAINMENT SERVICES, INC..  
The principal place of business shall be: 3600 S. STATE ROAD 7 #239  
MIRAMAR, FL 33023

**ARTICLE II**  
**SHARES**

The total number of shares which the corporation shall have authority to issue is 1,000 shares with a par value of \$1.00 per share.

**ARTICLE III**  
**REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

JERRY WEISSMAN  
AMERICAS FINEST ENTERTAINMENT SERVICES, INC.  
3600 S. State Road 7 #239  
Broward County  
Miramar, FL 33023  
(305)962-3262

Prepared By: JERRY WEISSMAN  
3600 S. STATE ROAD 7 #239  
MIRAMAR, FL 33023  
(305)962-3262

#### **ARTICLE IV PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

#### **ARTICLE V DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

**JERRY WEISSMAN**  
3600 S. State Road 7 #239  
Miramar, FL 33023

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

#### **ARTICLE VI LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

#### **Certification**

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

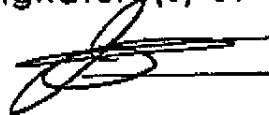
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of incorporation is(are):

JERRY WEISSMAN  
3600 S.STATE ROAD 7 #239  
MIRAMAR,FL 33023

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 29th, day of JANUARY, 1997.

Signature(s) of Incorporator(s)

  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

AMERICAS FINEST ENTERTAINMENT SERVICES, INC.

2. The name and address of the registered agent and office is:

JERRY WEISSMAN 3600 S. STATE ROAD 7 #239

(P.O. BOX NOT ACCEPTABLE)

MIRAMAR, FL 33023

(CITY/STATE/ZIP)

SIGNATURE

TITLE

DATE

*[Signature]*  
*President*

*1/29/98*

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STATE SECRETARY

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

*[Signature]*  
*1/29/98*