11940 NW 4 Plantation, FL 33325

March 12, 1998

David Mann Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32301

RE: Superstar Stages, Inc.

Dear Mr. Mann:

300002458253--03/16/98--01075--007

I am presently the sole stockholders and President and Director of Superstar Stages and Tops, Inc., (Document Number S83586), which was administratively dissolved by the Department of State on August 23, 1996.

I would like to form a new Florida corporation entitled Superstar Stages, Inc. and have enclosed Articles of Incorporation for filing.

As the sole stockholder, President and Director of Superstar Stages and Tops, Inc., I hereby give myself permission to use the name Superstar Stages, Inc. and file Articles of Incorporation with such name.

The name Superstar Stages, Inc. is distinguishable from Superstar Stages and Tops, Inc. and is not prohibited by F.S. § 604.0401 (4).

Very truly yours,

Kathryn Clark



Articles Of Incorporation

Of

SUPERSTAR STAGES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is SUPERSTAR STAGES, INC.

ARTICLE II - LOCATION

The principal office of this corporation is to be located at 812 S. Dixie Highway, West, Pompano Beach, FL 33060.

ARTICLE III - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five thousand (5,000) shares of common stock, having a nominal or par value of one dollar (\$1.00) per share.

Prepared By: Larry V. Bishins, Esq. 4548 North Federal Highway Fort Lauderdale, FL 33308 (954) 772-7900 Fla Bar No. 178986



ARTICLE V - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of this corporation is 4548 No. Federal Highway, Fort Lauderdale, Florida 33308, and the name of the initial registered agent of this corporation at that address is Larry V. Bishins.

ARTICLE VI - DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until successors are elected and have qualified are as follows:

Kathryn Clark 11940 NW 4th Avenue Plantation, FL 33325

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Kathryn Clark, 11940 NW 4th Avenue, Plantation, FL 33325.

ARTICLE IX - EFFECTIVE DATE

The date when the corporate existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, and are subsequently approved by the Secretary of State and all filing fees and taxes

paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting the intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 12th day of March, 1998.

Kathryn Clark

STATE OF FLORIDA

COUNTY OF Broward

COUNTY OF Broward

The foregoing instrument was acknowledged before me this 12th of March, 1998 by Kathryn Clark.

Personally known X OR Produced Identification _____
Type of Identification Produced _____

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

FIRST -- SUPERSTAR STAGES, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 812 South

Dixie Highway West, Pompano Beach, State of Florida, has named Larry V. Bishins, 4548 No. Federal Highway, Fort Lauderdale, Florida 33308, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the abovestated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 💆

arry V. Bishins

Resident Agent