

COTTON & GATES
ATTORNEYS AT LAW

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April 8, 1998

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Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Fun Station USA, Inc.

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation and Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served regarding the above-referenced corporation.

Further, enclosed is my firm's check in the amount of \$122.50, representing payment of \$35.00 for filing the Articles of Incorporation; \$35.00 for filing the Designation of Agent Certification; and \$52.50 for a certified copy of these documents.

If you have any questions or if I can be of any assistance, please do not hesitate to contact me.

Sincerely,



Ernest L. "Buddy" Cotton

EFFECTIVE DATE
4-9-98

ELC/sll
Enclosures
cc: Mrs. Barbara J. Bell

FILED
98 APR 13 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
K.K.M.

**ARTICLES OF INCORPORATION
OF
FUN STATION USA, INC.**

EFFECTIVE DATE
4-9-98

FILED
98 APR 13 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, at least eighteen (18) years of age, for the purpose of forming a corporation for profit, pursuant to the provisions of Chapter 608, Florida Statutes, does hereby certify to the following:

ARTICLE I - NAME

The name of this corporation is Fun Station USA, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of operating a family fun park, and any and all lawful business as permitted by law. The effective date of this corporation to begin business is April 9, 1998.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of ONE DOLLAR (\$100.00) par value common stock.

ARTICLE V - INITIAL CAPITAL STOCK

The amount of capital stock to which this corporation shall begin doing business is
ONE THOUSAND DOLLARS (\$1,000.00).

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

29 Hillbrook Way
Pensacola, Florida 32503

and the name of the initial registered agent of this corporation at that address is:

Barbara J. Bell
29 Hillbrook Way
Pensacola, Florida 32503

ARTICLE VII - INITIAL BOARD OF DIRECTORS

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

The name and address of the initial director of this corporation is as follows:

Barbara J. Bell
29 Hillbrook Way
Pensacola, Florida 32503

ARTICLE VIII - SUBSCRIBERS

The name and address of the person signing these Articles of Incorporation are as follows:

Barbara J. Bell
29 Hillbrook Way
Pensacola, Florida 32503

DATED this the 9th day of April, 1998.



BARBARA J. BELL


STATE OF FLORIDA)
)
COUNTY OF OKALOOSA)

I hereby certify that on this day before me, a Notary Public, duly authorized to take acknowledgements, personally appeared **Barbara J. Bell** to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she subscribed the same for the purposes therein expressed.

WITNESS my hand and official seal on this the 9th day of April, 1998.



Sonya L. Langston
My Commission CC584827
Expires Sep. 15, 2000



NOTARY PUBLIC
State of Florida at Large
Commission Expires: 9/15/2000

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST - That Fun Station USA, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 29 Hillbrook Way, Pensacola, Escambia County, State of Florida, has named Barbara J. Bell, 29 Hillbrook Way, Pensacola, Escambia County, Florida 32503, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation at the 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.



BARBARA J. BELL

FILED
98 APR 13 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA