

P 98000037002



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 792497 4369500

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 122.50

ORDER DATE : April 23, 1998

ORDER TIME : 10:06 AM

ORDER NO. : 792497-005

CUSTOMER NO: 4369500

CUSTOMER: Judy Diamond, Legal Assistant
MCDERMOTT, WILL & EMERY

201 South Biscayne Boulevard
22nd Floor
Miami, FL 33131-4335

700002497827--5

DOMESTIC FILING

NAME: JOJAN ENTERTAINMENT II, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

f 4/23/98

RECEIVED
98 APR 23 AM 11:38
DIVISION OF CORPORATION

FILED
98 APR 23 PM 2:05
SECRETARY OF STATE
DIVISION OF CORPORATIONS

EFFECTIVE DATE

4/22/98

ARTICLES OF INCORPORATION

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR 23 PM 2:05

JOJAN ENTERTAINMENT II, INC.

THE UNDERSIGNED incorporator, for purposes of forming a Florida corporation under the Florida Business Corporation Act (Florida Statutes, Chapter 607), hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the corporation is: JOJAN ENTERTAINMENT II, INC. (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is: 13250 S. W. 131st Street, #101, Miami, Florida 33186.
- THIRD:** The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: 1201 Hays Street, Tallahassee, Florida 32301; and the registered agent at that address is Corporation Service Company.
- FIFTH:** The name and address of the incorporator of the Corporation is: Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.
- SIXTH:** The Corporation shall have three (3) directors initially and the number of directors may be increased or decreased from time to time as provided by the By-Laws, but shall never be less than one (1).
- SEVENTH:** The names and addresses of the initial directors who shall hold office until the earlier of their resignation, removal or replacement are:

Jannette Perez	13250 S. W. 131st Street
	#101
	Miami, Fl 33186

Juan Perez 13250 S. W. 131st Street
 #101
 Miami, Fl 33186

Tony Sujan 13250 S. W. 131st Street
 #101
 Miami, Fl 33186

EIGHTH: The Corporation, through its officers and employees, shall be authorized to perform any activity permissible by law.

NINTH: The Corporation is intended to be a corporation within the meaning of the Florida Business Corporation Act (the "Act"), and accordingly, the Corporation and its officers, directors and shareholders, shall be subject to all of the provisions of said Act.

TENTH: The corporate existence of the Corporation shall commence on April 22nd, 1998.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 23 day of April, 1998.

Corporation Service Company

By: Karen B. Rozar
Print Name:

Print Title:

Karen B. Rozar, As Its Agent

ACCEPTANCE OF APPOINTMENT

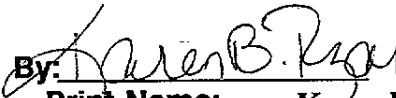
OF

REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 23 PM 2:05

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

CORPORATION SERVICE COMPANY

By: 

Print Name:

Karen B. Rozar, As Its Agent

Print Title: