

HUTCHISON, MAMELE & COOVER, P.A.

ATTORNEYS AND COUNSELORS AT LAW

WILLIAM C. HUTCHISON, JR. (1928-1991)

\* RICHARD L. MAMELE  
STEPHEN H. COOVER

TIMOTHY R. ASKEW  
OF COUNSEL

\* BOARD CERTIFIED  
MARITAL & FAMILY LAW

PARK-FULTON BUILDING, 230 NORTH PARK AVENUE  
POST OFFICE BOX 1149

TALLAHASSEE, FLORIDA 32372-1149  
(407) 322-4051  
FAX (407) 330-0988

P98000053308

June 10, 1998

Secretary of State  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

700002558207--6  
-06/12/98-D105D-007  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

Enclosed please find the original articles of incorporation of Mathew Street Enterprises, Inc., along with my firm's check in the amount of \$122.50 for filing fees. A duplicate set of these documents is also enclosed and we would request that you return a certified copy to the undersigned with filing noted thereon in the enclosed self-addressed, postage paid envelope. Thank you for your attention to this matter.

Sincerely yours,



TIMOTHY R. ASKEW, JR.

TRAjr/kmc  
Enclosures

FILED  
98 JUN 12 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BR 6/15/98

ARTICLES OF INCORPORATION  
OF  
MATHEW STREET ENTERPRISES, INC.

**FILED**  
98 JUN 12 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE ONE

The name of this corporation is: Mathew Street Enterprises, Inc.

ARTICLE TWO

The purpose for which this corporation is being initially organized is to develop entertainment complexes and merchandise.

ARTICLE THREE

This corporation shall be authorized to issue ONE HUNDRED (100) shares of Common Stock, with 10¢ par value per share.

ARTICLE FOUR

The street address of the principal office of this corporation is 732 Coachlight Drive, Fern Park, Florida 32730 and the mailing address of this corporation is the same.

ARTICLE FIVE

The address of this corporation's initial registered office is 732 Coachlight Drive, Fern Park, Florida 32730 and the name of its initial registered agent at that office is Jack Edwards. The written acceptance of such registered agent is attached hereto.

## ARTICLE SIX

This corporation shall be managed and administered by a Board of Directors. The minimum number of directors shall be one and the maximum number shall be three. The initial directors shall be:

Jack Edwards  
732 Coachlight Drive  
Fern Park Florida 32730

Dennis Sochacki  
429 Summerlin Avenue  
Sanford, Florida 32771

## ARTICLE SEVEN

The officers of this corporation who shall hold office during the first year of the corporation's existence or until their successors are elected are as follows:

### NAME

### ADDRESS

JACK EDWARDS  
PRESIDENT AND CEO

732 Coachlight Drive  
Fern Park, Florida 32730

HOLLI ELIZABETH EDWARDS  
SECRETARY

732 Coachlight Drive  
Fern Park, Florida 32730

DENNIS SOCHACKI  
VICE-PRESIDENT

429 Summerlin Avenue  
Sanford, Florida 32771

## ARTICLE EIGHT

This corporation shall have perpetual existence.

## ARTICLE NINE

The name and address of the sole incorporator of these Articles of Incorporation is as follows:

DENNIS SOCHACKI  
429 Summerlin Avenue  
Sanford, Florida 32771

ARTICLE TEN

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9 day of June, 1998.

[Signature]  
WITNESS

[Signature]  
DENNIS SOCHACKI

[Signature]  
WITNESS

STATE OF FLORIDA  
COUNTY OF SEMINOLE

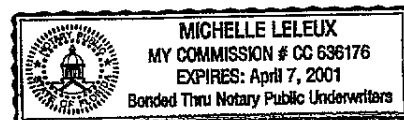
The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of June, 1998, by DENNIS SOCHACKI, who has produced Driver's License No. S220-171-48-010-0 as identification and who did take an oath.

SWORN TO AND SUBSCRIBED before me this 9<sup>th</sup> day of June, 1998.

[Signature]  
NOTARY PUBLIC

Michelle Leleux  
Printed Name of Notary

My Commission Expires:



CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of F.S. 48.091, F.S. 607.0501 and F.S. 607.0505, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida.

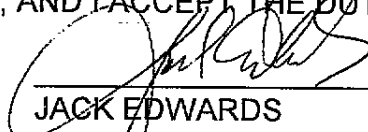
1. The name of the corporation is: MATHEW STREET ENTERPRISES, INC.
2. The name and address of the registered agent and office is:

Jack Edwards  
732 Coachlight Drive  
Fern Park, Florida 32730

  
DENNIS SOCHACKI  
Incorporator and Vice-President

Dated this 9 day of  
June, A.D., 1998.

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: I AM FAMILIAR WITH AND 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 F.S. 607.0505.

  
JACK EDWARDS

Dated this 9 day of June, A.D.,  
1998.

FILED  
98 JUN 12 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA