

P9 8000055831



ACCOUNT NO. : 072100000032

REFERENCE : 864391 5011226

AUTHORIZATION : *Patricia Pigeto*

COST LIMIT : \$ 122.50

ORDER DATE : June 22, 1998

ORDER TIME : 10:37 AM

ORDER NO. : 864391-005

CUSTOMER NO: 5011226

CUSTOMER: Ms. Pamela Stiglitz
GRAY HARRIS & ROBINSON

S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 22 AM 10:58

300002567573-4

DOMESTIC FILING

NAME: PLANET HOLLYWOOD (MANAGEMENT),
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: Christopher Smith

EXAMINER'S INITIALS:

624
W98-14253

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS
98 JUN 22 AM 10: 58

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98 JUN 23 AM 10: 05
DIVISION OF CORPORATION

June 22, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PLANET HOLLYWOOD (MANAGEMENT), INC.
Ref. Number: W98000014253

We have received your document for PLANET HOLLYWOOD (MANAGEMENT), INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The document must have original signatures.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 998A00034265

RESUBMIT

Please give original
submission date as file date.

**ARTICLES OF INCORPORATION
OF
PLANET HOLLYWOOD (MANAGEMENT), INC.**

FILED
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DIVISION OF CORPORATIONS
98 JUN 22 AM 10:58

The undersigned, acting as the incorporator of PLANET HOLLYWOOD (MANAGEMENT), INC., a Florida corporation (the "Corporation"), pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for the Corporation:

ARTICLE I - NAME

The name of this corporation is PLANET HOLLYWOOD (MANAGEMENT), INC. The mailing address of the Corporation shall be 8669 Commodity Circle, Orlando, FL 32819.

ARTICLE II - CORPORATE EXISTENCE

The Corporation will exist perpetually, commencing on the date of filing these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Cent (\$.01) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

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

201 E. Pine Street, Suite 1200
Orlando, Florida 32801

The name of the initial registered agent of this corporation at that address shall be:

Byrd F. Marshall

ARTICLE VII - INITIAL BOARD OF DIRECTORS

A. This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one.

B. The name and address of the initial directors of this corporation is as follows:

<u>Name</u>	<u>Street Address</u>
Robert I. Earl	8669 Commodity Circle Orlando, FL 32819
Thomas Avallone	8669 Commodity Circle Orlando, FL 32819
Scott E. Johnson	8669 Commodity Circle Orlando, FL 32819

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Byrd F. Marshall	201 East Pine Street, Suite 1200 Orlando, Florida 32801

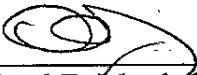
ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of June, 1998.



Byrd F. Marshall
Incorporator

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

The undersigned, having been named as registered agent for the above named Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.


Byrd F. Marshall

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