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PLEASE REPLY TO:

Hollywood

FILE NO.:

GPIOB-0001

P980000056579
June 16, 1998

Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: GASSTON PRODUCTIONS, INC.

100002567741--9
-06/22/98--01062--001
***122.50 ***122.50

Dear Sir/Madam:

Enclosed are the original and one copy of Articles of Incorporation for Gasston Productions, Inc., together with a check in the amount of \$122.50. Please immediately file the Articles and return a certified copy to the undersigned.

Sincerely yours,



Gene K. Glasser

GKG:jah\309559
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 22 PM 3:41

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DIVISION OF CORPORATIONS

98 JUN 22 PM 3:42

ARTICLES OF INCORPORATION

OF

GASSTON PRODUCTIONS, INC. OF BOCA

P98000056579

The undersigned incorporators of these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation shall be GASSTON PRODUCTIONS, INC. OF BOCA

ARTICLE II

ADDRESS: The mailing address and street address of the initial principal office of the corporation shall be 2000 North Ocean Boulevard, #103, Boca Raton, Florida 33431.

ARTICLE III

NATURE OF BUSINESS: The corporation is organized for the purpose of transacting any and all business for which corporations may be formed under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK: This corporation shall be authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The name and street address of the initial registered agent of this corporation shall be: Stuart Hamilton Gasston, 2000 North Ocean Boulevard, #103, Boca Raton, Florida 33431.

ARTICLE VII

DIRECTORS: The corporation shall have one (1) director 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).

ARTICLE VIII

INITIAL DIRECTOR: The name and address of the initial director who shall hold office for the first year of existence of the corporation or until his successor(s) has been elected and qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Stuart Hamilton Gasston	2000 North Ocean Boulevard, #103, Boca Raton, Florida 33431.

ARTICLE IX

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

<u>NAME</u>	<u>ADDRESS</u>
Stuart Hamilton Gasston	2000 North Ocean Boulevard, #103, Boca Raton, Florida 33431.

ARTICLE X

INDEMNIFICATION: To the fullest extent permitted by Florida law, the Corporation may indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (i) is or was a director of the Corporation; (ii) is or was an officer of the Corporation; (iii) is or was serving, at the request of the Corporation, as a director of another corporation, provided that such person is or was at the time a director of such other corporation serving at the request of the Corporation; or (iv) is or was serving, at the request of the Corporation, as an officer of another corporation, provided that such person is or was at the time an officer of such other corporation serving at the request of the Corporation. Unless otherwise expressly prohibited by Florida law the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any such person. No person falling within the purview of this paragraph may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE XI

PREEMPTIVE RIGHTS: The corporation provides each of its shareholders with all preemptive rights provided by Florida law.

ARTICLE XII

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XIII

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 shareholders and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

The undersigned incorporator has executed these Articles of Incorporation this 11 day of June, 1998.


STUART HAMILTON GASSTON

ACCEPTANCE OF REGISTERED AGENT

Having been named as the Registered Agent to accept service of process for GASSTON PRODUCTIONS, INC. OF BOCA at the place designated in the Articles of Incorporation, I agree to act in this capacity, I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of the Registered Agent.

Dated: 10 June, 1998.


STUART HAMILTON GASSTON

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 22 PM 3:42