

LAW OFFICES

OF

SUSAN A. ENGLAND, P. A.

2805 LAKEVIEW DRIVE FERN PARK, FLORIDA 32730-2007

Telephone (407) 339-4000
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July 21, 1998

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-07/24/98-01079-013
*****78.75 *****78.75

Department of State
Division of Corporations
Post Office Box 6320
Tallahassee, Florida 32301

Re: FLORIDA BALLOONS & GAMES, Inc., a Florida corporation

Dear Sir or Madam:

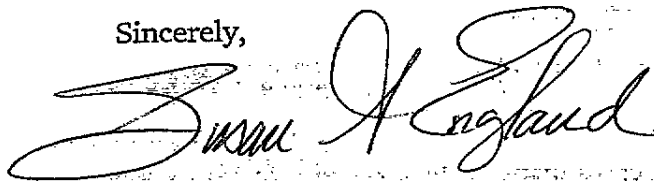
Pursuant to the formation of the above-named Florida corporation, I have enclosed the following documents for filing:

1. Original Articles of Incorporation
2. The Designation and Acceptance by Registered Agent

Also enclosed is a check in the amount of \$78.75 to cover the cost of filing and for a Certificate of Status.

Thanking you for your prompt attention to this matter, I am,

Sincerely,



Susan A. England

Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 24 AM 7:52

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FLORIDA BALLOONS & GAMES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation shall be FLORIDA BALLOONS & GAMES, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 10,000 shares, all of which shall be common shares with par value of \$.10.

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial registered office of the

corporation is 6976 Venture Circle, Orlando, Florida 32807; and the name of the initial registered agent at the address is STEPHEN J. MASON, SR.

ARTICLE SIX

PRINCIPAL OFFICE

The corporation's principal office and mailing address is 6976 Venture Circle, Orlando, Florida 32807.

ARTICLE SEVEN

DIRECTORS

The Board of Directors of the corporation shall consist of no less than one (1) and no more than two (2) directors. The name and address of the initial Board of Directors is:

STEPHEN J. MASON, SR.
6976 Venture Circle
Orlando, Florida 32807

ARTICLE EIGHT

INCORPORATORS

The incorporator of the corporation and the subscriber to these Articles of Incorporation is STEPHEN J. MASON, SR., whose address is 6976 Venture Circle, Orlando, Florida 32807.

ARTICLE NINE

BY-LAWS AND ARTICLES OF INCORPORATION

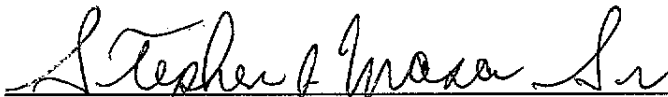
The Board of Directors shall have the exclusive authority to formulate, approve and/or amend By-Laws of the corporation; and shall have the exclusive authority to formulate, approve and/or adopt amendments to these Articles of Incorporation.

ARTICLE TEN

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence upon the filing of these Articles in the Office of the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, I have subscribed my name this 21 day of JULY, 1998.

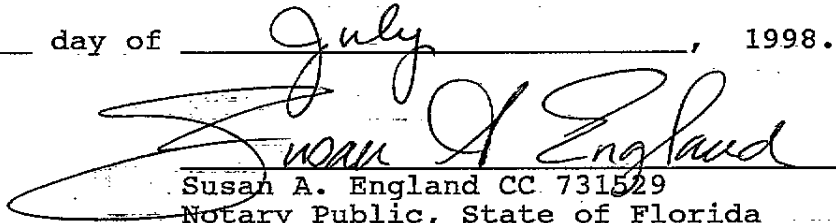


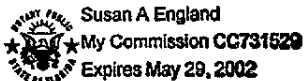
STEPHEN J. MASON, SR.
Incorporator of FLORIDA BALLOONS & GAMES, INC.

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared STEPHEN J. MASON, SR., ✓ who produced Florida Drivers License as identification or who is known to me to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purpose therein contained.

WITNESS my hand and official seal in the County and State aforesaid, this 21 day of July, 1998.


Susan A. England CC 731529
Notary Public, State of Florida

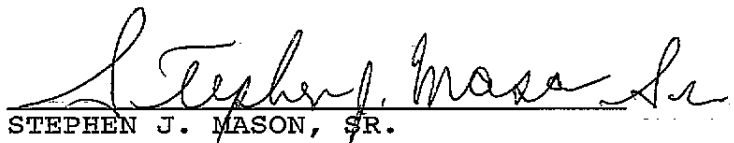


DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

FLORIDA BALLOONS & GAMES, INC., a Florida corporation, pursuant to Florida Statutes 48.091, and its Articles of Incorporation, hereby designates STEPHEN J. MASON, SR. of 6976 Venture Circle, Orlando, Florida 32807, as its Registered Agent and Registered Office for the service of process as required by law.

ACCEPTANCE

I, STEPHEN J. MASON, SR., of 6976 Venture Circle, Orlando, Florida 32807, having been named in the foregoing "Designation of Registered Office and Registered Agent" by FLORIDA BALLOONS & GAMES, INC., a Florida corporation, and being fully advised and apprised of the duties of a Resident Registered Agent for the service of process as prescribed by Florida Statute 48.091, do hereby accept said designation, and agree to accept service of process as Resident Registered Agent, to keep the office open during prescribed hours, to post my name in some conspicuous place in the office as required by law, and to otherwise comply with the obligations of a Resident Registered Agent and to maintain a Registered Office as heretofore indicated.


STEPHEN J. MASON, SR.

DATED this 21 day of July 1998.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 24 AM 7:52

FILED