

POHL & SHORT, P.A.
ATTORNEYS AT LAW

DWIGHT I. (IKE) COOL
ALEXANDER S. DOUGLAS, II
GARY A. FORSTER
E. GIVENS GOODSPEED
MARK A. GRIMES
ROGER A. KELLY
DAVID J. KOHS
FRANK L. POHL
JAMES E. SHEPHERD, V
HOUSTON E. SHORT
JOHN R. SIMPSON, JR.
MIRIAM G. SUAREZ

TELEPHONE (407) 647-7645
FACSIMILE (407) 647-2314

MAILING ADDRESS:
POST OFFICE BOX 3208
WINTER PARK, FLORIDA 32790

COURIER ADDRESS:
280 WEST CANTON AVENUE, SUITE 410
WINTER PARK, FLORIDA 32789

P980000069372

August 3, 1998

Florida Department of State
Division of Corporations
Qualification/Registration Section
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation of Accent on the Arts, Inc.

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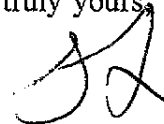
Dear Sir or Madam:

Enclosed for filing are an original and one copy of the executed Articles of Incorporation of Accent on the Arts, Inc. (the "Corporation"), together with a check in the amount of \$122.50 payable to the Florida Department of State to cover filing fees, the designation of the Corporation's registered agent, and a certified copy of the Corporation's Articles of Incorporation.

Please file the enclosed Articles, and return to me a certified copy thereof. If you have any questions, please contact me at the above address or phone number.

Thank you for your attention to this matter.

Very truly yours,


Gary A. Forster

GAF/mrw
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RP
08/09/98

**ARTICLES OF INCORPORATION
OF
ACCENT ON THE ARTS, INC.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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THE UNDERSIGNED, acting as sole incorporator of **ACCENT ON THE ARTS, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the corporation is **ACCENT ON THE ARTS, INC.**

**ARTICLE II
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per share.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 1513 Cherry Ridge Drive, Heathrow, Florida 32746. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the corporation is 1513 Cherry Ridge Drive, Heathrow, Florida 32746.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is Pohl & Short, P.A., 280 W. Canton Avenue, Suite 410, Winter Park, Florida 32789, and the initial Registered Agent at such address is Frank L. Pohl, Esq.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

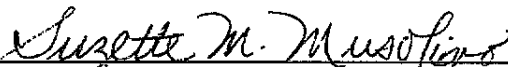
The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as the initial Director until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify are as follows:

Suzette M. Musolino 1513 Cherry Ridge Drive
Heathrow, Florida 32746

ARTICLE VII
INCORPORATOR

The name and address of the sole incorporator of the corporation is Suzette M. Musolino, 1513 Cherry Ridge Drive, Heathrow, Florida 32746.

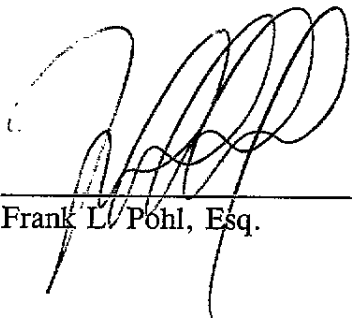
IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 31 day of July, 1998.


Suzette M. Musolino, Incorporator

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 31st day of July, 1998.



Frank L. Pohl, Esq.

FILED
CLERK OF SUPERIOR COURT
DIVISION OF CORPORATIONS
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