

P98000098979

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Golden Circle
Entertainment Group
Inc

200002696052--4
-11/25/98--01002--016
*****157.50 *****78.75

Signature _____

Requested by: AK

Name

Date

Time

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

RECEIVED
98 NOV 24 PM 4:05
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA
FILED
98 NOV 24 AM 8:31
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

R. Purinton NOV 25 1998

ARTICLES OF INCORPORATION

OF

Golden Circle Entertainment Group, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **Golden Circle Entertainment Group, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 7770 West Oakland Park Boulevard, Suite 303, Fort Lauderdale, FL 33351.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of (\$1.00) per share.

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DIVISION OF CORPORATIONS
98 NOV 24 AM 8:31

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Henry Laffer, Esq., 7770 West Oakland Park Boulevard, Suite 303, Fort Lauderdale, FL 33351.

ARTICLE V: INCORPORATOR

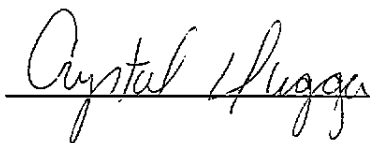
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Jack Olesker, 9128 Villa Portofino Circle, Boca Raton, FL 33496, Robert Billian, 1366 SW 4 Court, Boca Raton, FL 33432, Steven LaDoux, 10106 Aqua Vista Way, Boca Raton, FL 33428 .

The undersigned has executed these Articles of Incorporation this 24th day of November 1998.

"Capital Connection, Inc. by Crystal Dugger, Office Manager"

_____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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CERTIFICATE OF DESIGNATION

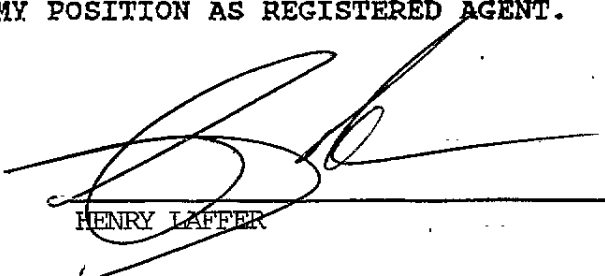
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: _____
Golden Circle Entertainment Group, Inc.

2. The name and street address of the registered agent and office is: Henry Laffer
7770 West Oakland Park Boulevard, Suite #303
Fort Lauderdale, FL 33351

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


HENRY LAFFER