

P98000099165

Law Offices

Margaret Brodsky

PENTHOUSE ONE

155 SOUTH MIAMI AVENUE

Miami, Florida 33130

TELEPHONE (305) 579-8611

FAX (305) 358-6618

FILED

98 NOV 23 PM 12:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 20, 1998

Via Express Mail

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

300002694023--6
-11/23/98--01111--015
****122.50 *****78.75

Gentlemen:

Enclosed for filing please find the Articles of Incorporation for a new corporation, ~~P&E~~ ENTERTAINMENT, INC., together with this office's check for \$122.50, to cover the following fees: filing fee, registered agent designation, and one certified copy of the Articles.

Thank you for your attention to this matter.

Sincerely,

Margaret Brodsky
Margaret Brodsky

MSB/ja
Enclosures

Margaret Brodsky GAVE
AUTHORIZATION BY PHONE TO
CORRECT CORP NAME
DATE 11/23/98
DOC. EXAM. PK

P. Hall

NOV 25 1998

4

ARTICLES OF INCORPORATION

FILED
98 NOV 23 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be: P & E ENTERTAINMENT, INC.

ARTICLE II

Principal place of business and mailing address

The principal place of business and the mailing address of the corporation shall be:
2301 Harrison Street, Hollywood, Florida

ARTICLE III

Purpose

The corporation is organized for all purposes authorized by Florida law.

ARTICLE IV

Board of directors

The manner in which directors are elected or appointed shall be governed by the by-laws of the corporation. The initial directors of the corporation, to serve until their successors have been duly elected, will be: Barry Rothberg and Patricia Davidoff.

ARTICLE V

Officers

The officers of the corporation shall be its President and Secretary. The initial officers of the corporation, to serve until their successors have been duly elected will be: Barry Rothberg, President, and Patricia Davidoff, Secretary.

ARTICLE VI

Corporate powers

The corporation shall have all powers provided in Chapter 607 of the Florida Statutes.

ARTICLE VII

Capital Stock

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is one thousand (1,000) shares of common stock of a par value of one dollar (\$1.00) per share.

ARTICLE VIII

Initial registered agent and street address

The name and street address of the initial registered agent of the corporation is: Margaret Brodsky, Esq., 155 South Miami Avenue, Penthouse One, Miami, Florida 33130.

ARTICLE VIII

Incorporator

The name and street address of the incorporator of these Articles of Incorporation is: Margaret Brodsky, Esq., 155 South Miami Avenue, Penthouse One, Miami, Florida 33130.

WHEREFORE the undersigned incorporator has executed these Articles of Incorporation this 20th day of November, 1998.


MARGARET BRODSKY
Incorporator

FILED

98 NOV 23 PM 12:06

DESIGNATION OF REGISTERED AGENT

P. & E. ENTERTAINMENT, INC., acting pursuant to Chapter 607 of the Florida Statutes and desiring to organize under said Chapter of the Laws of Florida, has designated Margaret Brodsky, 155 South Miami Avenue, Penthouse One, Miami, Florida 33130 its registered agent to accept service of process within the State.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

Having been named to accept service of process for P & E ENTERTAINMENT, INC., I hereby accept 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 as Registered Agent.

DATED this 20th day of November, 1998.


MARGARET BRODSKY