

Matthew E. Morrall, P.A.

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January 27, 1999

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -1 AM 9:46

Matthew E. Morrall, Esq.

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New Filing Section  
Division of Corporations  
Bureau of Corporate Records  
409 East Gaines Street  
Tallahassee, Florida 32301

700002760737-6  
-02/01/99-01127-019  
\*\*\*\*122.50 \*\*\*\*\*18.75

**RE: INCORPORATION OF STADIUM SYSTEMS CORPORATION**

Ladies and Gentlemen:

Please find enclosed an original of the Articles of Incorporation, together with a photocopy thereof, to form the above-named corporation. The designation of the Registered Agent is made in the text of the Articles, while the acceptance by the named Registered Agent is attached to the back of the Articles. Please also find enclosed a check in the amount of One Hundred Twenty-two and 50/100 Dollars (\$122.50) representing the following:

Filing Fee - Articles of Incorporation	\$ 35.00
Filing Fee - Registered Agent	\$ 35.00
Certification Fee - Articles of Incorporation	\$ <u>52.50</u>
Total	\$122.50

If you find the enclosures in order, please file the original of the Articles, certify the photocopy thereof and return the certified copy to me as soon in the enclosed stamped, self-addressed envelope.

Thank you for your assistance in this matter.

Very truly yours,

*Matthew E. Morrall*

Matthew E. Morrall

MEM/cjp  
Enclosures  
DivCorp.Ltr/DECASTRO.J

D. BROWN FEB - 4 1999

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**ARTICLES OF INCORPORATION OF  
STADIUM SYSTEMS CORPORATION  
A FLORIDA CORPORATION**

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, 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 STADIUM SYSTEMS CORPORATION.

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the Corporation's principal office is 14 Farrey Lane, Miami Beach, Florida 33139, and the mailing address of the Corporation is 14 Farrey Lane, Miami Beach, Florida 33139.

**ARTICLE III**

**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful

business for which corporations may be incorporated under the laws of Florida.

#### ARTICLE IV

##### CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock, One and 00/100 Dollar (\$1.00) par value per share.

#### ARTICLE V

##### INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Jason DeCastro	14 Farrey Lane, Miami Beach, Florida 33139

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

The Corporation shall have initially one director to hold office until the first annual meeting of shareholders and until his successor shall have been elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are:

Name

Address

Jason DeCastro

14 Farrey Lane, Miami Beach, Florida 33139

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles are:

Name

Address

Jason DeCastro

14 Farrey Lane, Miami Beach, Florida 33139

ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27<sup>th</sup> day of January, 1999.

  
Jason DeCastro

INCORPORATOR

STATE OF FLORIDA     )  
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of January,

1999, by Jason DeCastro, who is personally known to me or who has produced \_\_\_\_\_  
\_\_\_\_\_ as identification and who did (did not) take an oath.

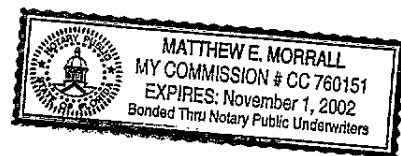
Matthew E. Morrall

Name: \_\_\_\_\_

Notary Public

Serial No. \_\_\_\_\_


My Commission Expires:



## ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial registered agent of STADIUM SYSTEMS CORPORATION, simultaneously with my being designated, as made in the foregoing Articles of Incorporation. I state that I am familiar with, and accept, the obligations of that position.

Date: 1/27/99

  
\_\_\_\_\_  
Jason DeCastro

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