

P99000015596

February 12, 1999

Department of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32301

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-02/15/99--01143--011

****122.50 *****78.75

Re: Entertainment Concepts of Panama City, Inc.

Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified copy	\$52.50
Registered agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Yours very truly,



Patricia L. Gullickson

FILED
99 FEB 15 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
2/17/99

P.O. Box 9794, Panama City Beach, Florida 32417-9794

FILED

ARTICLES OF INCORPORATION
OF
ENTERTAINMENT CONCEPTS OF PANAMA CITY, INC.
a Florida corporation

99 FEB 15 PM 1:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation is ENTERTAINMENT CONCEPTS OF PANAMA CITY, INC.

ARTICLE II

PERIOD OF DURATION

The corporation is to have a perpetual existence.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of engaging in any lawful activity, within or without the State of Florida.

ARTICLE IV

SHARE OF STOCK

Section 4.01. Number and Class. The total number of shares of authorized capital stock of the Corporation shall consist of a single class of twenty-five thousand (25,000) shares of common stock, no par value.

The common Stock may be issued from time to time without action by the stockholders. The Common Stock may be issued for such consideration as may be fixed from time to time by the Board of Directors.

The Board of Directors may issue such shares of Common Stock in one or more series, with such voting powers, designations, preferences and rights or qualifications, limitations or restrictions thereof as shall be stated in the resolution or resolutions adopted by them.

Section 4.02. Preemptive Rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of notice from the corporation.

ARTICLE V

INITIAL REGISTERED AGENT & OFFICE

Section 5.01. Resident Agent. The name and address of the Registered Agent for service of process is Patricia L. Gullickson, 316 Luverne Avenue, Panama City, Florida 32401. Mailing Address: P. O. Box 9794, Panama City Beach, Florida 32417-9794.

Section 5.02. Registered Office. The address of the Registered Office is 316 Luverne Avenue, Panama City, Florida 32401.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never less one (1). The name and address of the initial director of this corporation is:

NAME

Patricia L. Gullickson

ADDRESS

316 Luverne Avenue, Panama City, FL 32401

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

NAME

Patricia L. Gullickson

ADDRESS

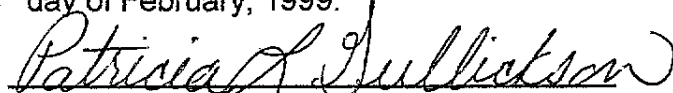
316 Luverne Avenue, Panama City, FL, 32401

ARTICLE VIII

AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 8th day of February, 1999.


INCORPORATOR


REGISTERED AGENT

FILED

**CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS
MAY BE SERVED AND THE PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA**

69 FEB 15 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

Entertainment Concepts of Panama City, Inc. desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, at 316 Luverne Avenue, City of Panama City, County of Bay, State of Florida, has named Patricia L. Gullickson as its registered agent to accept service of process within this state.

ACKNOWLEDGMENT AND ACCEPTANCE:

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and acknowledge that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.


Registered Agent