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99 JUN 24 PM 3:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**KIMBERLY DAWN KOLBACK, ESQ.**

1884 Brickell Ave  
Miami, FL 33129  
305-856-0316  
Fax 305-858-8763

June 21, 1999  
Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

700002881257--9  
-05/20/99--01072--001  
\*\*\*122.50 \*\*\*\*\*78.75

Re: Incorporation of BLUE STAR ENTERTAINMENT, Inc.

Dear Sir or Madam:

On May 25, 1999, your office advised that the name SKYLINE ENTERTAINMENT, INC. was not available as a corporate name (a copy of the letter is attached). Enclosed please find modified documents for incorporation of BLUE STAR ENTERTAINMENT, INC., to wit: —

1. Articles of Incorporation
2. Certificate of Registered Agent.

Please file the modified Articles, and return a certified copy of same in the envelope provided.

Thank you for your assistance in this matter, and please do not hesitate to contact me if you have any questions.

Very truly yours,

Kim Kolback, Esq.

Enclosures

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2545, 2550

7/99-12139

BROWN JUN 24 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 25, 1999

KIMBERLY DAWN KOLBACK, ESQ.  
1884 BRICKELL AVENUE  
MIAMI, FL 33129

SUBJECT: SKYLINE ENTERTAINMENT, INC.  
Ref. Number: W99000012139

We have received your document for SKYLINE ENTERTAINMENT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 399A00028727

**ARTICLES OF INCORPORATION**  
**OF**  
**BLUE STAR ENTERTAINMENT, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of the corporation is **BLUE STAR ENTERTAINMENT, INC.**

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the corporation's principal office and the corporation's mailing address are both **BLUE STAR ENTERTAINMENT, INC.**, c/o Keith Weiner, 1407 Northeast 56<sup>th</sup> Street, Fort Lauderdale, Florida, 33334.

**ARTICLE III**

**DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The corporate existence shall commence upon the filing of these Articles of Incorporation with the Department of State.

**ARTICLE IV**

**NATURE OF BUSINESS**

This corporation is organized for the purpose of transacting any and all lawful business.

## **ARTICLE V**

### **CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 100 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

## **ARTICLE VI**

### **INITIAL REGISTERED AGENT AND OFFICE**

The name of the registered agent of this corporation is Keith Weiner, 1407 Northeast 56<sup>th</sup> Street, Fort Lauderdale, Florida 33334.

## **ARTICLE VIII**

### **INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is Kimberly Kolback, 1884 Brickell Avenue, Fort Lauderdale, Florida, 33129.

## **ARTICLE IX**

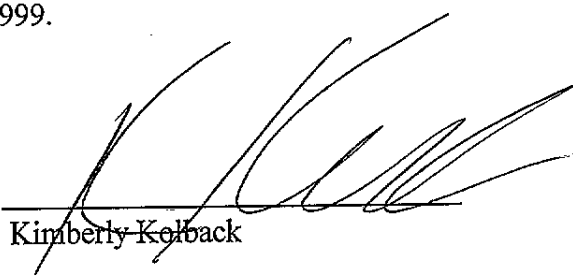
### **BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X**  
**INDEMNIFICATION**

The corporation shall indemnify, to the full extent permitted by law, the Incorporator, and/or any officer or director of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17<sup>th</sup> day of June, 1999.

  
\_\_\_\_\_  
Kimberly Kolback

**CERTIFICATE OF REGISTERED AGENT**

**OF**

**BLUE STAR ENTERTAINMENT, INC.**

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TALLAHASSEE, FLORIDA

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

That BLUE STAR ENTERTAINMENT, INC., desiring to organize under the laws of the State of Florida with its principal office at 1407 Northeast 56<sup>th</sup> Street, Fort Lauderdale, Florida, 33334, has named Keith Weiner, 1407 Northeast 56<sup>th</sup> Street, Fort Lauderdale, Florida, 33334, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 17 day of JUNE, 1999.

KEITH WEINER

