Division of Corporations

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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Division of Corporations

Fax Number

: (850)922-4001

From:

: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A. Account Name

Account Number : 072720000036 Phone (407)843-4600

Fax Number (407) 843-4444

Attorney: 427
Client: 019435 Metter: 65667
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FLORIDA PROFIT CORPORATION OR P.A.

OMNITICKET NETWORK USA, INC.

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Certified Copy	I
Page Count	03
Estimated Charge	\$78.75

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Corporate Filing

Public Access Help.

ARTICLES OF INCORPORATION

\mathbf{OF}

OMNITICKET NETWORK USA, INC.

ARTICLE I - NAME

The name of this corporation is OmniTicket Network USA, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address and mailing address of the principal office of the corporation is 7680 Universal Boulevard, Suite 170, Orlando, Florida 32819.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of TEN CENTS (\$.10) par value common stock.

<u>ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT</u>

The street address of the initial registered office of this corporation is 215 N. Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is Cleatous J. Simmons.

This document was prepared by:
CLEATOUS J. SIMMONS, ESQUIRE
Florida Bar Number: 240737
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

Paolo Moro

7680 Universal Boulevard, Suite 170

Orlando, Florida 32819

Rodolfo Ganna

7680 Universal Boulevard, Suite 170

Orlando, Florida 32819

Pierre Villeneuve

7680 Universal Boulevard, Suite 170

Orlando, Florida 32819

ARTICLE VI - INCORPORATOR

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

Cleatous J. Simmons

215 N. Eola Drive

Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of

Incorporation this 294 day of

, 1999.

Cleatous J. Simmons Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of OmniTicket Network USA, Inc.

Cleatous J. Simphons

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of OmniTicket Network USA Inc.

Cleatous J. Simmons

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This document was prepared by:
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7680 Universal Boulevard, Suite 170

Orlando, Florida 32819

ARTICLE VI - INCORPORATOR

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

Cleatous J. Simmons

215 N. Eola Drive

Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of

Incorporation this 2941 day of

Cleatous J. Simmons, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of OmniTicket Network USA, Inc.

Cleatous J. Simpons

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Cleatous J. Simmons

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