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CORRESPONDING OFFICE

One Gateway Center  
Suite 2600  
Newark, New Jersey 07102

99000078298

August 25, 1999

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

200002973722--6  
-08/30/99--01099--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILED  
99 AUG 30 PM 5:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: Our File No.: 7213-01  
Articles of Incorporation  
FANTASTIC FANS, INC.

Dear Sir/Madam:

Kindly find enclosed the original and one (1) copy of Articles of Incorporation for FANTASTIC FANS, INC. along with a check in the amount of \$78.75 for filing fee and designation of registered agent. Please return a stamped copy to my office in the self-addressed stamped envelope provided.

Thank you for your cooperation.

Very truly yours,

LAW OFFICES OF  
MICHAEL I. SANTUCCI, P.A.

BY:

Michael I. Santucci, Esquire

Michael Santucci GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Art. F  
DATE 9/1/99  
DOC. EXAM D. Brown

Prepared By:  
LAW OFFICES OF  
MICHAEL I. SANTUCCI, P.A.  
4901 North Federal Highway  
Suite 440  
Fort Lauderdale, FL 33308  
Telephone: (954) 492-0071  
Florida Bar No. 0105260

D. BROWN SEP - 1 1999

## **ARTICLES OF INCORPORATION**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

### **ARTICLE I NAME**

The name of the corporation shall be: FANTASTIC FANS, INC.

### **ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

1125 9th Street, #4  
Miami Beach, Florida 33139

### **ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1,000)

### **ARTICLE IV PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

### **ARTICLE V RESTRICTIONS ON TRANSFER OF SHARES**

No shares shall be issued or transferred without the express approval of the board of directors.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors shall be One (1) and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successors are elected and qualified is:

HEATHER MAY HINSON  
1125 9th Street, #4  
Miami Beach, Florida 33139

**ARTICLE VII INITIAL REGISTERED AGENT/ADDRESS**

The name and address of the initial registered agent is:

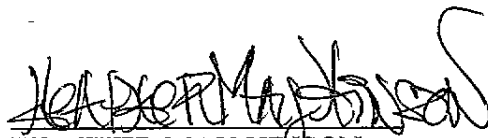
MICHAEL I. SANTUCCI, ESQ.  
Nations Bank Building  
4901 North Federal Highway  
Suite 440  
Fort Lauderdale, Florida 33308

**ARTICLE VIII INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

HEATHER MAY HINSON  
1125 9th Street, #4  
Miami Beach, Florida 33139

The undersigned incorporator has executed these Articles of Incorporation this 19<sup>th</sup> day of August, 1999.

  
HEATHER MAY HINSON

7213-01/laj

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT**

FILED  
99 AUG 30 PM 5:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO FL. STAT. 607.0501, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is **FANTASTIC FANS, INC.**
2. The name and address of the registered agent is: **MICHAEL I. SANTUCCI, ESQ.**  
Nations Bank Building  
4901 N. Federal Highway  
Suite 440  
Ft. Lauderdale, Florida 33308

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE 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, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

8/25/99  
DATE

BY:

  
MICHAEL I. SANTUCCI, ESQ.