

... *Encl.* *Gordman, Carr, Nixon, Langbrun & Levine*
attorneys at law, Suite 602
Cameron Brown Bldg, 301 South
McDowell St., Charlotte NC 228204
18 C&D SHOWS, A NORTH CAROLINA GENERAL PARTNERSHIP

CERTIFICATE OF GENERAL PARTNERSHIP AND ASSUMED NAME

The undersigned, desiring to form a general partnership and to comply with North Carolina General Statutes, Section 66-68, do hereby swear and certify:

1. FORMATION OF GENERAL PARTNERSHIP. The parties hereto hereby enter into and form as of this date a general partnership (C&D SHOWS) under the Uniform Partnership Act of North Carolina.

2. NAME OF PARTNERSHIP. The business and affairs of the Partnership shall be conducted under the name of C&D SHOWS.

3. PRINCIPAL PLACE OF BUSINESS. The principal office and place of business of the partnership shall be maintained at 5009 Monroe Road, Suite 103, Charlotte, Mecklenburg County, North Carolina 28205.

4. NAMES AND ADDRESSES OF PARTNERS. The name and address of each Partner is as follows:

<u>Name</u>	<u>Address</u>
Creative Entertainment, Inc.	5009 Monroe Road, Suite 103 Charlotte, NC 28205 Attention: Brad L.C. Greenberg
Daryl A Greenberg	5009 Monroe Road, Suite 103 Charlotte, NC 28205

5. PARTNERSHIP AGREEMENT. Reference is hereby made to the Partnership Agreement made and entered into among the Partners effective June 1, 1991, for a full explanation of the relative rights, duties and responsibilities by, between and among the partners.

IN WITNESS WHEREOF, we have hereunto set our hands and seals the 30 day of December, 1992.

ATTEST:

Susan L. Greenberger
Secretary

CREATIVE ENTERTAINMENT, INC.

By *Brad L.C. Greenberg* (SEAL)

Daryl A. Greenberg (SEAL)
Daryl A. Greenberg

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STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

BEFORE ME, the undersigned Notary Public for Mecklenburg County, State of North Carolina, personally came Brad L.C. Greenberg, who, being by me duly sworn, says and swears that he is the President of Creative Entertainment, Inc., a Partner in C&D SHOWS, a General Partnership, and as such Partner he executed the foregoing Certificate of General Partnership and Assumed Name and further say that the statements contained therein are true and correct.

WITNESS my hand and notarial seal, this 30th day of December, 1992.

Susan B. Leubenberg
Notary Public
My commission expires: My Commission Expires May 23, 1995

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

BEFORE ME, the undersigned Notary Public for Mecklenburg County, State of North Carolina, personally came Daryl A. Greenberg, who, being by me duly sworn, says and swears that he is a Partner in C&D SHOWS, a General Partnership, and as such Partner he executed the foregoing Certificate of General Partnership and Assumed Name and further say that the statements contained therein are true and correct.

WITNESS my hand and notarial seal, this 30th day of December, 1992.

Susan B. Leubenberg
Notary Public
My commission expires: My Commission Expires May 23, 1995

Prepared by and mail to:

Miles S. Levine
LEVINE AND LEVINE
602 Cameron Brown Building
301 South McDowell Street
Charlotte, NC 28204
(704) 372-2800

PRESENTED FOR
REGISTRATION
AND RECORDED

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L.E. SPEAS
REGISTER OF DEEDS
FORSYTH CO. N.C.

Janet Bottoms
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