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TALLAHASSEE, FLORIDA

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THERREL BAISDEN, P.A.

NICHOLAS M. DANIELS
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JONATHAN FEUERMAN
MARK M. HASNER
LETICIA HERNANDEZ
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TELEPHONE (561) 988-0075
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November 16, 2004

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: The Place Teen Club, Inc.

Gentlemen:

Enclosed herein are original Articles of Incorporation for the captioned corporation. We enclose a check in the amount of \$78.75 to cover the following costs:

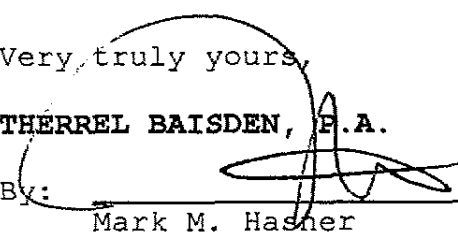
Filing Fee for Corporation	\$35.00
Registered Agent Designation	35.00
Certified Copy	<u>8.75</u>
Total for Corporation	<u>\$78.75</u>

Please return the certified copy and certificate of status with your recording date acknowledging the filing of the documents to the undersigned.

With kindest regards,

Very truly yours,

THERREL BAISDEN, P.A.

By: 

Mark M. Hasner

MMh:lc

Encl.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
THE PLACE TEEN CLUB, INC.

ARTICLE I
Name

The name of the corporation is THE PLACE TEEN CLUB, INC.

ARTICLE II
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 16th day of November, 2004.

ARTICLE III
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV
Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office is 5601 Collins Avenue, Apt. M12 Miami Beach, FL 33140 and registered office of this corporation is: Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, and the name of the initial registered agent of this corporation is Mark M. Hasner.

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TALLAHASSEE, FLORIDA

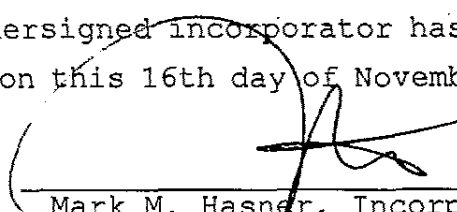
ARTICLE VI
Initial Board of Directors

This corporation shall initially have three(3) director(s). The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director(s) of this corporation is: N. JIMMIE ELIAS 7805 S.W. 88th Court Miami, FL 33173 and ROSE MARIA CARRERAS 5601 Collins Avenue, Apt. M12 Miami Beach, FL 33140. and ANTHONY P. ELIAS 9400 S.W. 77th Street Miami, Florida 33173

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Mark M. Hasner, Esq., Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 16th day of November, 2004.



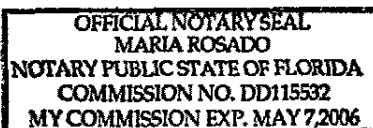
Mark M. Hasner, Incorporator

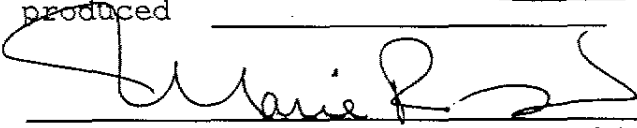
STATE OF FLORIDA:

SS:

COUNTY OF MIAMI-DADE:

The foregoing instrument was acknowledged before me this 16th day of November, 2004, by Mark M. Hasner, who is personally known to me or who has produced _____ as identification.





Notary Public, State of Florida
at Large

Maria Rosado
Type/Print/or Stamp Name of Notary

My Commission Expires: _____

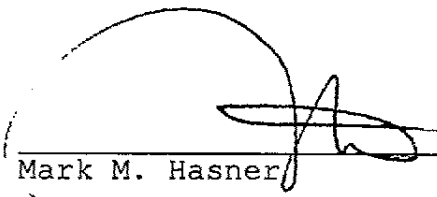
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

THE PLACE TEEN CLUB, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that **THE PLACE TEEN CLUB, INC.**, desiring to organize under the laws of the State of Florida with its principal office at: 5601 Collins Avenue, Apt. M12 Miami Beach, FL 33140, has named Mark M. Hasner, Esq., located at SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, as its agent to accept service of process within this state.

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


Mark M. Hasner

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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