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Charter Number Only

Depot Rubber stamp

Requestor's Name  
1762 S.W. 1 Street  
Address  
Miami, Fl. - 33135  
City State ZIP Phone

#642-8124A

DATE  
ONLY

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Hot Dog! Entertainment, Inc.



Empire Toll Free: 1-800-432-3028

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97 AUG 21  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
PH 12:08

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30	<input type="checkbox"/> Walk In
<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up	<input type="checkbox"/> Mail Out

Name	
Availability	
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Examiner	
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Acknowledgment	
W.P. Verifier	

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DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION  
HOT DOG! ENTERTAINMENT, INC.**

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of the State of Florida for the purposes set forth below, hereby subscribe to these Articles of Incorporation.

I

The name of the corporation shall be ; **HOT DOG! ENTERTAINMENT, INC.**

II

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provide that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects herein above specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

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### **III**

The number of shares of stock that this corporation is authorized to have outstanding at any time is **Twenty Thousand shares of One Cent (\$ 0.01 ) par value.**

### **IV**

The existence of this corporation shall be perpetual.

### **V**

The principal office of this corporation shall be:

**9737 NW 41 STREET  
SUITE 142  
MIAMI, FL 33178**

### **VI**

The Board of Directors of this corporation shall consist of not less than one and not more than five (5) members.

### **VII**

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-laws, and the laws of the State of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

**JOHN A. GALEA  
9737 NW 41 STREET  
SUITE 142  
MIAMI, FL 33178**

**ERNESTO MALDONADO  
9737 NW 41 STREET  
SUITE 142  
MIAMI, FL 33178**

**JOSE A. TARRIO  
9737 NW 41 STREET  
SUITE 142  
MIAMI, FL 33178**

### **VIII**

The Registered Agent and the registered office for this corporation is:

**JOHN A. GALEA  
9737 NW 41 STREET  
SUITE 142  
MIAMI, FL 33178  
Phone: (305) 657-1990**

### **IX**

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

**JOHN A. GALEA  
ERNESTO MALDONADO  
JOSE A. TARRIO**

**PRESIDENT & TREASURER  
VICE-PRESIDENT  
VICE-PRESIDENT & SECRETARY**

**X**

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of three directors who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-laws.

**XI**

**ARTICLES V. VOTING RIGHTS**

Each holder of par value common stock shall at every meeting of the stockholders be entitled to one vote for each share of the par value common stock of the corporation standing in his name at the time of the close of the transfer book before such meeting or as otherwise provided by law.

**XII**

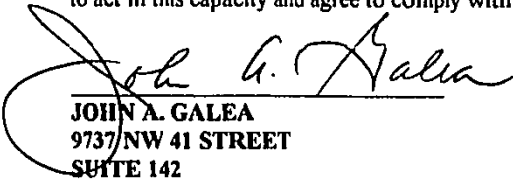
**PREEMPTIVE RIGHTS**

Each stockholder shall have preemptive rights. Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class of series as that which he already holds, shall have the right to purchase his pro rate share at the price at which it is offered to others.

**XIII**


**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

  
**JOHN A. GALEA**  
9737 NW 41 STREET  
SUITE 142  
MIAMI, FL 33178  
(305) 657-1990

**INCORPORATOR**

**JOHN A. GALEA**  
**9737 NW 41 STREET**  
**SUITE 142**  
**MIAMI, FL 33178**

  
JOHN A. GALEA

I, Linda R Riccobono Notary Public, do hereby certify that JOHN A. GALEA (Who presented HIS Florida Drivers License as identification) personally appeared before me this 14 day of August 1997 and acknowledged the due execution of the foregoing Articles of Incorporation.

*Linda R Riccobono*  
LINDA R RICCOBONO  
NOTARY PUBLIC  
STATE OF FLORIDA



SEAL

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TALLAHASSEE FLORIDA