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Charter Number 357

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DIVISION OF CORPORATION

CHADROFF, SY

Requestor's Name

2700 SW 37 AVE 1FL.

Address

MIAMI FL 33133

City

State

ZIP

Phone

444-5002 A

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CORPORATION(S) NAME

Congress of nightclub ENTREPRENEURS, INC.

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| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" 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 checked="" 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"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Out | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

RECEIVED JAN 22 1996

ARTICLES OF INCORPORATION
OF

CONGRESS OF NIGHTCLUB ENTREPRENEURS, INC.

I, the undersigned acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation of such corporation and associates together for the purpose of becoming a corporation, not for profit, providing for the formation, liability, rights, privileges and immunities of corporations not for profit.

ARTICLE I

The name of the corporation shall be CONGRESS OF NIGHTCLUB ENTREPRENEURS, INC. The Principal place of business and mailing address of this corporation shall be:

323 23rd Street, Miami Beach, Florida 33139.

ARTICLE II

The existence of this corporation shall be perpetual unless dissolved according to law.

ARTICLE III

The purpose for which this corporation is organized is to create programs for nightclubs, restaurants, bars and lounges to enable owners of such establishments to prevent and prohibit the use and sale of drugs and other illegal activity in their places of business.

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95 JUN 22 PM 4:04
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

ARTICLE IV

Members must be alcoholic beverage licensees in the State of Florida. The qualification of members and the manner of their admission to this nonprofit corporation is to be provided for in the Bylaws.

ARTICLE V

This corporation shall be governed by a Board of Directors consisting of a minimum of three (3) directors and a maximum of fifteen (15) directors. The names and addresses of the initial directors and officers are:

Greg Brier, President
323 23rd Street
Miami Beach, Florida 33139

William Dwyer, Secretary/Treasurer
323 23rd Street
Miami Beach, Florida 33139

Sy Chadroff, Vice President
2700 SW 37 Avenue
Miami, Florida 33133

ARTICLE VI

The manner in which the next Board of Directors is to be elected will be stated in the corporate bylaws, as provided by Florida Statute.

ARTICLE VII

This is a not for profit corporation and the corporation will not issue any stock. The corporation may issue membership certificates and the method of such issuance shall be set forth in the Bylaws.

ARTICLE VIII

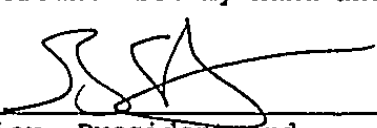
In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which are exempted organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code or corresponding sections of any prior or further law.

ARTICLE IX

The name and address of the incorporator of this not for profit corporation is:

Greg Brier
323 23rd Street
Miami Beach, Florida 33139

I THE UNDERSIGNED, being the Incorporator here above named, for the purpose of forming a corporation not-for-profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 16 day of January, 1996.



Greg Brier, President and
Incorporator

STATE OF FLORIDA

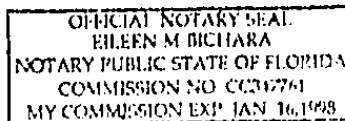
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Greg Brier to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 16 day of January, 1996.

Eileen M. Bichara
NOTARY PUBLIC State of Florida at Large

My Commission Expires:




CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Florida law the following is submitted:

CONGRESS OF NIGHTCLUB ENTREPRENEURS, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 323 23rd Street, Miami Beach, Florida 33139, has named SY CHADROFF, 2700 SW 37 Avenue, Miami, FL 33133, as its agent to accept service of process within Florida.

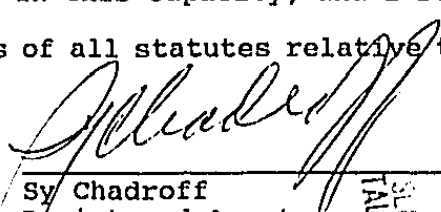
Dated: January 16, 1996



Greg Brier

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation, not for profit at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



Sy Chadroff
Registered Agent

FILED
96 JAN 22 PM 4:04
CLERK OF STATE
TALLAHASSEE, FLORIDA