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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 16 PM 12:38

ACCOUNT NO. : 072100000032
REFERENCE : 698635 5030952
AUTHORIZATION : *Patricia Pyjitt*
COST LIMIT : \$ 78.75

ORDER DATE : May 16, 2000
ORDER TIME : 9:49 AM
ORDER NO. : 698635-005
CUSTOMER NO: 5030952

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CUSTOMER: Ms. Penny Arbulu
PHILLIPS EISINGER & KOSS, P.A.
PHILLIPS EISINGER & KOSS, P.A.
Suite 265 South
4000 Hollywood Boulevard
Hollywood, FL 33021

DOMESTIC FILING

NAME: FUSION BAR, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

RECEIVED
00 MAY 16 AM 10:39
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

g 5/16/00

**ARTICLES OF INCORPORATION
OF
FUSION BAR, INC.**

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**ARTICLE I
NAME**

The name of this corporation shall be:

FUSION BAR, INC.

**ARTICLE II
DURATION**

This corporation shall commence its existence upon the filing of these Articles and the duration of this corporation is perpetual.

**ARTICLE III
PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue one thousand (1000) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

**ARTICLE V
PREEMPTIVE RIGHTS**

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

ARTICLE VI
PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is 211 S.W. 2nd Street, Fort Lauderdale, Florida 33301.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard, Suite 265-S, Hollywood, Florida 33021, and the name of the initial registered agent is SCOTT W. ROTHSTEIN, ESQ.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Director(s) initially. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name(s) and address(es) of the initial Director(s) are:

<u>Director's Name</u>	<u>Director's Address</u>
MICHAEL TUCK	211 S.W. 2nd Street Fort Lauderdale, Florida 33301
DAVID S. GRUTMAN	211 S.W. 2nd Street Fort Lauderdale, Florida 33301

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is ANDREW I. LEWIS, ESQ., 4000 Hollywood Boulevard, Suite 265-S, Hollywood, Florida 33021. The Incorporator shall not be liable, in any form or fashion, for any acts or omissions of the Corporation.

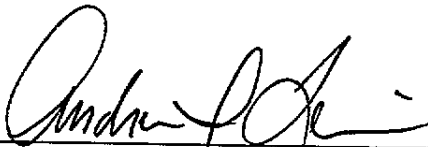
**ARTICLE X
BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XI
AMENDMENTS**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of May, 2000.



ANDREW I. LEWIS, ESQ., Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 15th DAY OF MAY, 2000.

By: Scott W. Rothstein
SCOTT W. ROTHSTEIN, ESQ.

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