CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302

(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

FIRST: The name of this corporation is: CLUB EPOCH, INC.

SECOND: This corporation is organized for the purpose of transacting any and all lawful business for which the corporation may be formed under Chapter

607 of the Florida Statutes.

THIRD: This corporation is authorized to issue 1,000 shares of common stock, par

value \$1.00 per share.

FOURTH: The name and address of the initial registered agent of this corporation is:

Joseph Cohen 208 Duval Street Key West, FL 33040

The name and address of the initial director is: Joseph Cohen, whose address is 208 Duval Street, Key West, FL 33040. The number of

directors may be increased or decreased from time to time as provided in

the By-laws but shall never be less than one.

SIXTH: The name and address of the incorporator of this corporation is: Joseph

Cohen, whose address is 208 Duval Street, Key West, FL 33040.

SEVENTH: This corporation shall indemnify its officers, directors, employees and

agent to the full extent permitted by law.

EIGHTH: This corporation reserves the right to amend or repeal any provision

contained in these Articles of Incorporation, or in any amendment hereto, and any right conferred upon the shareholder is subject to this

reservation.

NINTH: The address of the corporation is 623 Duval Street, Key West, FL 33040.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this <u>23</u> day of May, 2000.

Incorporator:

JOSEPH COH

STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this <u>33</u> day of May, 2000, by JOSEPH COEHN, who is personally known to me or who has produced as identification.

NOTARY PUBLIC

Jo Polston Tickle
MY COMMISSION # CC795600 EXPIRES
December 7, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

JO POLSTON TICKLE

Printed Name of Notary Public

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.

JOSEPH COHE

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