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FILED

COONEY, MATTSON, LANCE, BLACKBURN
RICHARDS & O'CONNOR, P.A.

MAY 30 PM 3:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FORT LAUDERDALE, FLORIDA 33305
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WALTER C. WYATT
KIERAN F. O'CONNOR
VICTOR LANCE (1956-1995)

MICHELE MCCAUL RICCA
DANIEL F. TORDELLA
LAURA S. DOUGLAS
ELIZABETH F. MCCAUSLAND
WARREN B. KWAYNICK
RACHELLE R. BOCKSCH
WESLEE S. ARCIOLA
ALPHONSO O. PEETS
ROBERT M. POTTER
RAYMOND J. FULLERTON, JR.

PLEASE REPLY TO FORT LAUDERDALE

May 26, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

600003270846--7
-05/30/00--01127--001
*****87.50 *****87.50

Re: Club Dominique, Inc.

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation for Club Dominique, Inc. as well a check in the amount of \$87.50 for the filing of the Articles.

If you require any additional information, please do not hesitate to contact the undersigned.

Very truly yours,

Rachelle Bocksch

RACHELLE R. BOCKSCH
For the Firm

RRB/emg
Enclosures

D. BROWN JUN - 9 2000

ARTICLES OF INCORPORATION

OF

CLUB DOMINIQUE, INC.

FILED

00 MAY 30 PM 3:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators of this Corporation under Chapter 607, Florida Statutes, as amended adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is CLUB DOMINIQUE, INC.

ARTICLE II

Duration

This Corporation shall have perpetual existence. The principle place of business is located at 1431 NW 31st Avenue, Fort Lauderdale, Florida 33311.

ARTICLE III

Purpose

This Corporation is organized to engage in entertainment and related activities and to conduct any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV

Shares

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$1.00 per share. The Board of Directors may authorize the issuance of such stock to such person upon such terms, and for such consideration, as they may deem appropriate. The consideration may include money of other property, which property shall be received at just valuation to be fixed by the Board of Directors of this Corporation.

ARTICLE V

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new or reissued stock of this corporation, shall have the right to purchase his pro-rata share thereof at the price at which is offered to others.

ARTICLE VI

Registered Office and Agent

The street address of the initial registered office of this Corporation is 2312 Wilton Drive, Fort Lauderdale, Florida 33305 and the name of the initial registered agent of this Corporation at that address is John H. Richards, Esquire.

ARTICLE VII

Board of Directors

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws. The name and address of the initial Board of Directors of the Corporation is:

Fred Mosley	1431 Northwest 31 st Avenue, Bay 01, Fort Lauderdale, FL 33311
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ARTICLE VIII

By-Laws

The By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE IX

Incorporator

The name and address of the Incorporator to the Articles of Incorporation is:

Fred Mosley 1431 Northwest 31st Avenue, Bay 01,
Fort Lauderdale, FL 33311

ARTICLE X

Interest

In the absence of fraud, no contract or other transaction between this Corporation and any other person, corporation, firm, association or partnership shall be affected or invalidated by the fact that any director or officer of this Corporation is pecuniarily or otherwise interested therein. Any director may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation for the purpose of authorizing any such contract or transaction with the like force and effect as if he or she were not interested, or were not a director, member or officer of such other corporation, firm, association or partnership.

ARTICLE XI

Amendments

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned incorporator to these Articles of
Incorporation have hereunto subscribed my name this _____ day of
5-25-00, 2000.

By: Fred Mosley
FRED MOSLEY

STATE OF FLORIDA)

SS

COUNTY OF BROWARD)

I HEREBY CERTIFY that on this 25th day of May, 2000,
before me, an officer duly authorized, personally appeared FRED MOSLEY, to me
well known and known to be the person described in an who executed the foregoing
instrument, and who acknowledged before me that she executed said instrument.

WITNESS my hand and official seal in the County and State aforesaid, this the
day and year last above written.

Tracy K. Wasserman
NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:



Tracy K. Wasserman
MY COMMISSION # CC581075 EXPIRES
October 28, 2004
BONDED THRU TROY FAIR INSURANCE, INC

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

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In pursuance of Chapter 607, Florida Statutes, the following is submitted, in compliance with said Act:

First, That CLUB DOMINIQUE, INC., desiring to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation at Fort Lauderdale, County of Broward, State of Florida, has named John H. Richards, Esquire, 2312 Wilton Drive, Fort Lauderdale, 33305, City of Fort Lauderdale, County of Broward, State of Florida, as its agent 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 to keeping open said office.

IN WITNESS WHEREOF, I, John H. Richards, Esquire, have hereunto subscribed my name this 26th day of May, 2000.

By: _____


JOHN H. RICHARDS, ESQ.

FILED
00 MAY 30 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA