



THE UNITED STATES
CORPORATION
COMPANY

PO0000091903

ACCOUNT NO. : 072100000032

REFERENCE : 827198 7224592

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 28 PM 5:18

ORDER DATE : September 11, 2000

ORDER TIME : 11:41 AM

ORDER NO. : 827198-005

CUSTOMER NO: 7224592

CUSTOMER: Mr. Rafael J. Bentacourt
Mr. Rafael J. Bentacourt

600003408286--1

7504 Nw 55th Street

Miami, FL 33166

DOMESTIC FILING

NAME: CHEERLEADERS BAR & GRILL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

RECEIVED
00 SEP 28 PM 1:45
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
8/28/00

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS

00 SEP 23 PM 5:16

ARTICLES OF INCORPORATION

OF

CHEERLEADERS BAR & GRILL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CHEERLEADERS BAR & GRILL, INC.

The address of the principal office of this corporation shall be 7504 Northwest 55th Street, Miami, Florida 33166, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 11461 Southwest 103rd Avenue, Miami, Florida, 33176, and the name of the initial registered agent of the corporation at that address is Nelson Froget.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:


Nelson Froget Dir.	11461 Southwest 103rd Avenue Miami, Florida 33176
Rafael Bentacourt Dir.	7504 Northwest 55th Street Miami, Florida 33166
Jose Alvarez Dir.	7504 Northwest 55th Street Miami, Florida 33166

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to
these Articles of Incorporation:

The Company Corporation
2711 Centerville Road Suite 400
Wilmington, Delaware 19808

The undersigned incorporator has executed these
Articles of Incorporation on September 28, 2000.



Its Agent, Laura R. Dunlap
Incorporator

scm

FILED
SECRETARY OF STATE
BUREAU OF CORPORATIONS

00 SEP 23 PM 5:16

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

NELSON FROGET, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

CHEERLEADERS BAR & GRILL, INC.

NELSON FROGET is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____

Typed Name: NELSON FROGET

"FROGET"

dew