



ROBERT BOWERS ACCOUNTING

TAX PREPARATION AND FINANCIAL
STATEMENTS

PO0000107755

November 14, 2000

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

900003467599--2
-11/16/00--01069--004
*****78.50 *****78.50

To Whom It May Concern:

Enclosed are the Articles of Incorporation for Club 20/20 Nightclub, Inc. along with a check in the amount of \$78.50. Please process as soon as possible and forward appropriate copies. Thank you in advance for your anticipated cooperation in this matter.

Sincerely,

Donna Maggard

Donna Maggard
Bowers Accounting0

EFFECTIVE DATE
12/1/00

FILED
00 NOV 16 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Feb 11/20

ARTICLES OF INCORPORATION
OF
CLUB 20/20 NIGHTCLUB, INC.

EFFECTIVE DATE
12/1/00

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1. NAME

The name of the corporation shall be: Club 20/20 Nightclub, Inc..

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in the nightclub business, including music, alcohol and dancing.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall begin as of December 1, 2000 and shall exist perpetually.

ARTICLE V. DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the officers and directors of this corporation. The officers and directors may take action by written consent without a meeting as provided by law and may participate in meetings by means of conference as provided by law. The name of the initial officers and directors of this corporation are:

Marcel Baenziger - President, Treasurer
2020 Tamiami Trail
Port Charlotte, Florida 33948

Stephan Pfaendler - Vice - President, Secretary
2020 Tamiami Trail
Port Charlotte, Florida 33948

FILED
00 NOV 16 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this Corporation.

ARTICLE VII. CORPORATE ADDRESS

The initial address of the principal office of this corporation shall be:

Club 20/20 Nightclub, Inc.
2020 Tamiami Trail
Port Charlotte, Florida 33948

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VIII. REGISTERED AGENT

The registered agent for the corporation shall be:

Robert L. Bowers
23 Colorado Rd.
Lehigh Acres, FL 33936

ARTICLE IX. AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber executed these Articles of Incorporation on the 24th day of Nov 2000.

ARTICLE X. INCORPORATOR

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

Stephan Pfaendler
2020 Tamiami Trail
Port Charlotte, Florida 33948


Stephan Pfaendler

STATE OF FLORIDA
COUNTY OF LEE

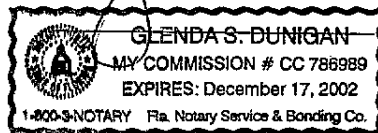
On this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, known to me to be the Subscriber in the above Articles of Incorporation, and acknowledged before me that he/she read the foregoing and that the same is true, and that he/she executed same for the purposes therein mentioned.

[Signature]
Subscriber

Subscriber

SWORN TO AND SUBSCRIBED before me this 14th day of November, 2000 by and Stephan Pfaendler who is (is not) personally known to me and who produced Driver License identification.

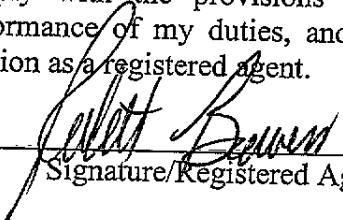
[Signature]
Notary Public Commission Number: _____



(Name of Notary)

REGISTERED AGENT FOR CLUB 20/20 NIGHTCLUB, INC.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as a registered agent.



Signature/Registered Agent

11-14-2000

Date

FILED
00 NOV 16 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA