Daslon of Corporations

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

: (850)205-03B1 Fax Number

From:

Account Name : FILINGS, INC. Account Number : 072720000101 : (850)385-6735 Phone

Fax Number

: (954)791-3109

FLORIDA PROFIT CORPORATION OR P.A.

VAIL NIGHT CLUBS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621.F.S. (Profit)

ARTICLE I - Name:

The name of the Corporation shall be: VAIL NIGHTCLUBS, INC.

<u> ARTICLE II - PRINCIPAL OFFICE</u>

The principal place of business/mailing address is: One Financial Plaza, Suite 2111 Fort Lauderdale, FL 33394

<u>ARTICLE III - PURPOSE</u>

The purpose for which the corporation is organized is:

ANY AND ALL LAWFUL PURPOSES IN THE STATE OF FLORIDA

ARTICLE IV - SHARES

The number of shares of stock is:

100 shares at \$1.00 a share

ARTICLE V - INITIAL OFFICERS/DIRECTORS

The name(s) and address(cs):

Arick Pinsk, President One Financial Plaza, Suite 2111 Ft. Lauderdale, FL 33394

ARTICLE VI - REGISTERED AGENT

The name and the Florida street address of the registered agent is:

Bruce H. Schiller, Esq. One Financial Plaza, Suite 2111 Ft. Lauderdale, FL 33394

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is:

Arick Pinsk One Financial Plaza, Suite 2111 Ft. Lauderdale, FL 33394

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

Signature/Incorporator

5/8/2001 Date 5/8/2001

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