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FLORIDA PROFIT CORPORATION OR P.A.

THE SAWGRASS BILLIARD CLUB, INC.

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF
THE SAWGRASS BILLIARD CLUB, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

The name of this Corporation shall be: THE SAWGRASS BILLIARD CLUB, INC.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 9060 State Road 84, Davie, Florida 33324.

ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

Samantha N. Tesser, Esq., FLA. BAR # 0148016
Atlas Pearlman, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301
Phone No.: (954) 763-1200

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ARTICLE IV
SUBCHAPTER S CORPORATION

The Corporation elects to be organized as a Subchapter S Corporation in accordance with Internal Revenue Service designation.

ARTICLE V
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 500 shares of common stock, par value of One Dollar (\$1.00). Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE VI
TERM OF EXISTENCE

The existence of the Corporation shall commence with the filing of these Articles. This Corporation shall have perpetual existence.

ARTICLE VII
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be: Samantha Tesser, Esq., whose address is 350 East Las Olas Blvd., Suite 1700, Fort Lauderdale, Florida 33301.

ARTICLE VIII
BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the by-laws. The name and the address of each person who is to serve as a member of the initial board of Directors are:

ARNOLD TESSER, Director
9060 State Road 84
Davie, Florida 33324

PETER TESSER, Director
9060 State Road 84
Davie, Florida 33324

STUART BENKENDORF, Director
9060 State Road 84
Davie, Florida 33324

The persons named as initial Directors shall hold office for the first year of existence of this Corporation, or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Samantha Tesser, 350 East Las Olas Blvd., Suite 1700, Fort Lauderdale, Florida 33301.

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**ARTICLE X
INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

**ARTICLE XI
AMENDMENTS**

The Corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 14th day of November, 2001.



SAMANTHA TESSER, Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

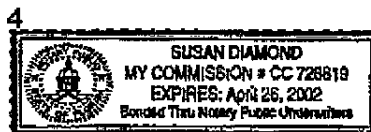
The foregoing instrument was acknowledged before me this 14th day of November, 2001 by SAMANTHA TESSER, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

Notary Public:

sign Susan Diamond
print Susan Diamond
State of Florida at Large (Seal)
My Commission Expires:

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

The Sawgrass Billiard Club, Inc., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 9060 State Road 84, Davie, Florida 33324 has named Samantha Tesser, Esq., whose address is 350 East Las Olas Blvd., Suite 1700, Fort Lauderdale, Florida 33301 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



SAMANTHA TESSER, Registered Agent

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