

THE WINICKI LAW FIRM, P.A.

POZ000038071
March 29 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

600005179226--9

-04/01/02--01038--018

*****87.50 *****87.50

Re: Incorporation of All Night Club, Inc.

Dear Sir:

Enclosed are an original and two copies of the articles of incorporation for All Night Club, Inc. and a check for \$87.50 for the filing fee, certified copy and certificate of status.

Sincerely,

Bob Winicki

Robert J. Winicki

Cc: Troy Jordan

FILED
02 APR - 1 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK APR 08 2002

ARTICLES OF INCORPORATION
of
ALL NIGHT CLUB, INC.

The undersigned person, acting as incorporator of a corporation organized under the laws of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is All Night Club, Inc.

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

5102 Blanding Boulevard
Jacksonville, FL 32210

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 1,000 shares of no par value stock.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Troy Jordan
All Night Club, Inc.
5102 Blanding Boulevard
Duval County
Jacksonville, FL 32210

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TALLAHASSEE, FLORIDA

ARTICLE V PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE VI DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Troy Jordan
5102 Blanding Boulevard
Jacksonville, FL 32210

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

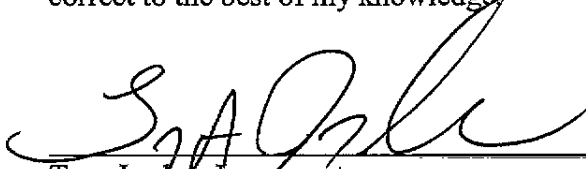
ARTICLE VIII OTHER PROVISIONS

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Corporate Seal. The corporation shall have no corporate seal.

Certification

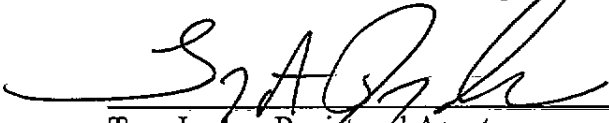
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



Troy Jordan, Incorporator
5102 Blanding Boulevard
Jacksonville, FL 32210

Registered Agent Certification

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept 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 registered agent.



Troy Jordan, Registered Agent
5102 Blanding Boulevard
Jacksonville, FL 32210

3-29-02
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA