

**Electronic Articles of Incorporation
For**

**P02000051723
FILED
May 10, 2002
Sec. Of State**

SOUTHERNMOST ULTIMATE SHOWMAN AND AMUSEMENT CLUB, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SOUTHERNMOST ULTIMATE SHOWMAN AND AMUSEMENT CLUB, INC.

Article II

The principal place of business address:

3532 SUNRISE DRIVE
KEY WEST, FL. 33040

The mailing address of the corporation is:

PO BOX 1117
KEY WEST, FL. 33041

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10000

Article V

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

WARREN D TOCHTERMAN
309 WHITEHEAD STREET
KEY WEST, FL. 33040

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: WARREN D. TOCHTERMAN

Article VI

The name and address of the incorporator is:

JEDDE V. REGANTE
PO BOX 1117
KEY WEST, FL 33040

Incorporator Signature: JEDDE V. REGANTE