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To:

Division of Corporations
Fax Number : (850) 205-0381

From: Elena Alzugaray

Account Name : AKERMAN, SENTERFITT & BIDSON, P.A.
Account Number : 075471001363
Phone : (305) 374-5600
Fax Number : (305) 374-5095

Dear Filing Officer:

Please file the attached Articles of Incorporation with today's date (05/17/02). Thank you.

FLORIDA PROFIT CORPORATION OR P.A.

THAT PARTY PLACE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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SECRET
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THAT PARTY PLACE, INC.**

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

**ARTICLE I
NAME**

The name of the corporation is **THAT PARTY PLACE, INC.** (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office and mailing address of the Corporation is:

1336 NE 104TH Street
Miami Shores, Florida 33138

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is Ten Thousand (10,000) shares, par value \$.01 per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is 1336 NE 104TH Street, Miami Shores, Florida 33138. The name of the Corporation's initial registered agent at that office is Kara L. MacCullough.

**ARTICLE V
INITIAL DIRECTORS**

The name and street address of the individual who are to serve as the initial directors of the Corporation until their successors are duly elected and qualified are:

Casey Wood
1916 39TH Avenue
Vero Beach, FL 32960

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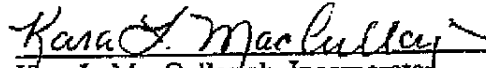
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Kara L. MacCullough
1336 NE 104th Street
Miami Shores, Florida 33138

ARTICLE VI
INCORPORATOR

The name and address of the incorporator of the Corporation is Kara L. MacCullough, 1336 NE 104th Street, Miami Shores, Florida 33138.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this May 17, 2002.


Kara L. MacCullough, Incorporator

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CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT

02 MAY 17 AM 8:23

SEAL
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **THAT PARTY PLACE, INC.** a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this May 17, 2002.


Kara L. MacCullough