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TRANSMITTAL LETTER

02 JUL 29 PM 2:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: Red's Camuso Lounge Inc.  
(proposed corporate name)

Enclosed please find an original copy of the Articles of  
Incorporation for the above corporation and a check in the  
amount of \$70.00.

FROM: Kim Hackspacher  
Name

1925 N. E. 45th Street  
Address

Ft. Lauderdale, Florida 33308  
City, State & Zip

(954) 771-8360  
Telephone Number

100006725421--8  
-07/29/02--01058--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Note: Additional copy of articles is needed when  
certified copy is requested.

C. BLALOCK JUL 30 2002.

ARTICLES OF INCORPORATION

OF

RED'S CAMUSO LOUNGE INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

Red's Camuso Lounge Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

Red's Camuso Lounge Inc.  
1925 N. E. 45th Street  
Ft. Lauderdale, Florida 33308

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 50 shares.

ARTICLE IV

The name and address of the initial registered agent is:

Kim Hackspacher  
1925 N. E. 45th Street  
Ft. Lauderdale, Florida 33308

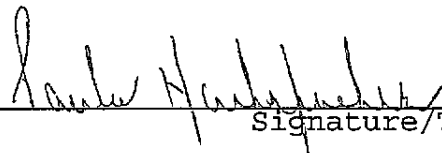
ARTICLE V

The names and street addresses of the incorporators to these Articles of Incorporation are:

1. Kim Hackspacher  
5231 N. E. 18th Terrace  
Ft. Lauderdale, Florida 33308
2. Paula M. Hackspacher  
5231 N. E. 18th Terrace  
Ft. Lauderdale, Florida 33308

The undersigned have executed these Articles of Incorporation this 24th day of July, 2002.

 President  
Signature/Title

 Secretary/Treasurer  
Signature/Title

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

Red's Camuso Lounge Inc.

2. The name and address of the registered agent and office is:

Kim Hackspacher  
(Name)

1925 N. E. 45th Street  
(P. O. Box not acceptable)

Ft. Lauderdale, Florida 33308  
(City/State/Zip)

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 HEREBY ACCEPT THE 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.

SIGNATURE

Kim Hackspacher

DATE July 24th, 2002

REGISTERED AGENT FILING FEE \$35.00