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Florida Department of State
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To:

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

From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850)224-8870
Fax Number : (850)224-7047

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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

FAT FRED ENTERTAINMENT, INCORPORATED

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ARTICLES OF INCORPORATION
OF
FAT FRED ENTERTAINMENT, INCORPORATED

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

ARTICLE I: NAME

The name of the corporation is **FAT FRED ENTERTAINMENT, INCORPORATED**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 435 SW 9 Avenue, Suite 105, Homestead, FL 33030.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$1.00) per share.

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ARTICLE IV: INTIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Fredrick Lamont Bell, 435 SW 9 Avenue, Suite 105, Homestead, FL 33030.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INTIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is CEO: Fredrick Lamont Bell, 435 SW 9 Avenue, Suite 105, Homestead, FL 33030.

The undersigned has executed these Articles of Incorporation this 5th day of September 2002.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"

Stacey Leggett

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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 is: FPT FRED ENTERTAINMENT INC

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

FRED RICK LORANT Bell
435 SW 9 AVENUE #105
Homestead, Fla 33033

HAVE 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.

Alvin's Restaurant

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