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F. STUBBS

DEC

3

ARTICLES OF INCORPORATION

OF

JMR BILLIARDS, INC.

ARTICLE I

NAME

JMR BILLIARDS, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of operating as
all-lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT.

The street address of the initial principal office and registered office of this corporation is
1980 S. CONGRESS AVE. WEST PALM BEACH, FL 33406, and the
name of the initial registered agents of this corporation at the above address is:

JORVANNY CEPEDA

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ARTICLE V

DIRECTORS

This corporation shall have (2) One Director(s). The number of Directors may be either increased or diminished from time to time by-laws but shall never be less than one. The name and address of the initial Director(s) of this corporation

**JORVANNY CEPEDA - PRESIDENT
1764 N. CONGRESS AVE. SUITE # 200
WEST PALM BEACH, FL 33409**

**MIGUEL A ALFARO – VICE-PRESIDENT
1764 N. CONGRESS AVE. SUITE # 200
WEST PALM BEACH, FL 33409**

ARTICLE VI

The name and address of the person(s) signing these Articles are:

**JORVANNY CEPEDA - PRESIDENT
1764 N. CONGRESS AVE. SUITE # 200
WEST PALM BEACH, FL 33409**

**MIGUEL A ALFARO
1764 N. CONGRESS AVE. SUITE # 200
WEST PALM BEACH, FL 33409**

ARTICLE VII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officers, directors, or former officers, and former directors fully permitted by law.

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the shareholders is subject to this reservation. IN WITNESS WHERE OF, the undersigned subscribers have executed these Articles of Incorporation on this November 15TH, 2002.

✓ 

JORVANNY CEPEDA - PRESIDENT

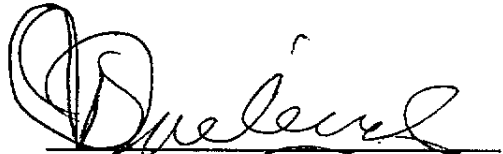
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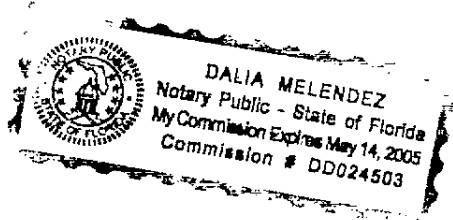
MIGUEL A ALFARO - VICE-PRESIDENT

COUNTY OF PALM BEACH
STATE OF FLORIDA

BEFORE ME, the undersigned authority, this day personally appeared JORVANNY CEPEDA and MIGUEL A ALFARO after being duly sworn, depose and say that the facts contained above are true and correct, and that they have executed the same for the purposes contained herein.

WITNESS my hand and official seal this November 15th, 2002


DALIA MELENDEZ
NOTARY PUBLIC, STATE OF FL.
COUNTY OF PALM BEACH




CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH PROCESS MAY BE SERVED. IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES.

THE FOLLOWING IS SUBMITTED:

JMR BILLIARDS, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH IT'S PRINCIPAL PLACE OF BUSINESS 1764 N. CONGRESS AVE. SUITE # 200., WEST PALM BEACH, FL 33409 COUNTY OF PALM BEACH, STATE OF FLORIDA AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.



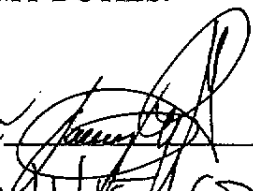
CORPORATE OFFICER
President

TITLE
11/15/02

DATE

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TALLAHASSEE, FLORIDA
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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT OF SAID CORPORATION, AND I HEREBY COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE 

DATE 11/15/02
