Division of Corporations

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Florida Department of State

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Fax Number	ŧ	(850)205-0381
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Account Name	z	EMPIRE CORPORATE KIT COMPANY
Account Number	z	072450003255
Phone	\$	(305)634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

barbell cafe, inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION OF BARBELL CAFÉ, INC.

The undersigned incorporator, Gloria S. Endara, 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 shall be: Barbell Café, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

2816 North Dixie Highway, #6 Wilton Manors, FL 33334

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 300 shares at \$1.00 par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Mark J. LaFontaine 141 NW 46th Court Fort Lauderdale, FL 33309

ARTICLE V - SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

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ARTICLE VI – INITIAL OFFICERS

The initial officers and directors of the corporation are:

Gloria S. Endara - President, Secretary and Treasurer

ARTICLE VII - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Gloria S. Endara 2816 North Dixie Highway, #6 Wilton Manors, FL 33334

The undersigned has executed these Articles of Incorporation this $\underline{\exists v}$ day of July, 2003.

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STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared, Gloria S. Endara, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and then acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have berennto set my hand and seal in the State and County above, this 30 day of July, 2003.

NOTARY PUBLIC

My commission expires:



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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO the provisions of Section 606.0501. 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.

The name of the corporation is: Barbell Café, Inc.

The name and address of the undersigned agent and office is:

Mark J. LaFontaine 141 NW 46th Court Fort Lauderdale, FL 33309

Dated: 7/30/03

Having been name a Registered Agent and to accept service of process for the above stated corporation, at the place designated in the 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.

Dated: 7/30/03_

Registered Agent

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