

Apr 28 '04 09:15

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Division of Corporations

P04000069705

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : JOSEPH N. PERLMAN
Account Number : I20000000002
Phone : (727)536-2711
Fax Number : (727)536-2714

FLORIDA PROFIT CORPORATION OR P.A.

First Class Entertainment, Inc.

Certificate of Status	0
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Department of State 4/28/2004 8:15 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 28, 2004

JOSEPH N. PERLMAN

SUBJECT: CMRP GROUP, INC.
REF: W04000016078

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

If you have any further questions concerning your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

FAX Aud. #: E04000089208
Letter Number: 904A00027822



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 27, 2004

JOSEPH N. PERLMAN

SUBJECT: FIRST CLASS ENTERTAINMENT, INC.
REF: W04000016078

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P03000012573.

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Tim Burch
Document Specialist
New Filings Section

FAX Aud. #: H04000089208
Letter Number: 904A00027822

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

CMRP Group, Inc.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of incorporation for such corporation:

ARTICLE I - NAME. The name of this corporation is CMRP Group, Inc.

ARTICLE II - DURATION. This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE III - BUSINESS. This Corporation is organized to operate a night club, and to do every other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK. The maximum number of shares of stock authorized to be issued by this Corporation is 7500 shares of capital stock at \$1.00 par value, all of which shall have the same rights and privileges. Each share of capital stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise to participate in all such

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The corporation shall have the privilege of establishing such other branch offices in any other location or any other city or town, in this state or any other State or County, as may be approved by its Board of Directors.

ARTICLE VII - INITIAL BOARD OF DIRECTORS. This corporation shall have three (3) Directors initially. The number of Directors be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
CHRIS DUSHANE	3350 East Bay Drive Largo, Florida 33771
MARK ROESCH	3350 East Bay Drive Largo, Florida 33771
PETE NASSE	3350 East Bay Drive Largo, Florida 33771

ARTICLE VIII - INDEMNIFICATION. The Corporation shall indemnify any officer or director or any former officer or director, to the full extent 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 hereto, and any right conferred upon the shareholders is subject to this reservation.

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meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value of at least equal to the full par value of said shares. The stock may be paid for in lawful money of the United States of America, or in property, labor or services.

ARTICLE V - PRE-EMPTIVE RIGHTS. The stockholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares, but in either case only as such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT. The street address of the principal office of this corporation is:

3350 East Bay Drive
Largo, Florida 33771

The name and address of the Registered Agent of this Corporation is:

Mark Roesch
3350 East Bay Drive
Largo, Florida 33771

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ARTICLE X - INCORPORATOR. The name and address of the person signing these

Articles of Incorporation is: MARK ROESCH
2350 East Bay Drive
Largo, Florida 33771

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation of this 21 day of APRIL, 2004.


MARK ROESCH

STATE OF FLORIDA)
COUNTY OF PINELLAS)

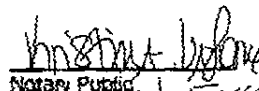
BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and
County set forth above, MARK ROESCH, personally appeared known to me to be the person
who executed the foregoing Articles of Incorporation of CMRP - Group, Inc. and he
acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in
Pinellas County, Florida, this 21 day of APRIL, 2004.

My Commission Expires:



Kristina Lange Latorre
Notary Public - State of Florida
Commission # DD 012221
Expires March 26, 2005


Notary Public
Kristina Lange Latorre
Printed Notary Signature

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY ACCEPT the designation of Registered Agent to accept service of process for
CMRP Group, Inc.


MARK ROESCH

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and
County set forth above personally appeared, **MARK ROESCH**, known to me to be the
person who executed the foregoing Acceptance of Designation as Registered Agent, and he
acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in
Pinellas County, Florida, this 24 day of APRIL, 2004.

My Commission Expires:



Kristina Lange Latore
Notary Public-State of Florida
Commission # DD 012221
Expires March 26, 2005


Notary Public
Kristina Lange Latore
Printed Notary Signature

NOTARY PUBLIC STATE OF FLORIDA

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