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FLORIDA PROFIT CORPORATION OR P.A.

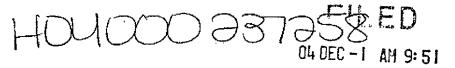
frankie lounge & liquor store, inc.

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ARTICLES OF INCORPORATION TALLAHASSEE, FLORIDA

OF

FRANKIE LOUNGE & LIQUOR STORE, INC.

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: FRANKIE LOUNGE & LIQUOR STORE, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 1236 SE 4TH AVENUE, FT. LAUDERDALE, FL 33316.

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 100 shares common stock having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: LAW OFFICES OF PERRY E. THURSTON, JR.,P.A., 1236 SE 4TH AVENUE, FT. LAUDERDALE, FL 33316.

ARTICLE VII

The name and address of the officers and initial board of directors shall be:

PRESIDENT

FRANCES MERRICKS 1236 SE 4TH AVENUE

FT. LAUDERDALE, FL 33316

VICE-PRES

EARL MERRICKS, JR. 1236 SE 4TH AVENUE

FT. LAUDERDALE, FL 33316

SECRETARY

FLOYD THURSTON 1236 SE 4TH AVENUE

FT. LAUDERDALE, FL 33316

CEO

PERRY THURSTON, JR. 1236 SE 4TH AVENUE

FT. LAUDERDALE, FL 33316

ARTICLE VIII

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC. 2444 NW 7TH PLACE MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 1ST of DECEMBER, 2004.

INCOMPORATOR
Ray Stormont Signing for

Empire Corporate Kit of America, Inc.

40.9 JATOT

HASSEE FLORIDA

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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 ROSITION AS REGISTERED AGENT.

REGISTERED AGENT