

**Electronic Articles of Incorporation
For**

P05000082978
FILED
June 08, 2005
Sec. Of State
jshivers

CLUB S HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CLUB S HOLDINGS, INC.

Article II

The principal place of business address:

127 PEACHTREE ST. NE, 16TH FLOOR
LEO ROSE III, SCHREEDER, WHEELER & FLINT
ATLANTA, GA. US 30303

The mailing address of the corporation is:

127 PEACHTREE ST. NE, 16TH FLOOR
LEO ROSE III, SCHREEDER, WHEELER & FLINT
ATLANTA, GA. US 30303

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000

Article V

The name and Florida street address of the registered agent is:

ELLEN ROSE
C/O THERREL BAISDEN, P.A.
ONE S.E. 3RD AVENUE
MIAMI, FL. 33131

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ELLEN ROSE

Article VI

The name and address of the incorporator is:

LEO ROSE III C/O SCHREEDER, WHEELER & FLINT, LLP
1600 CANDLER BUILDING
127 PEACHTREE ST. NE
ATLANTA, GA 30303-1845

Incorporator Signature: LEO ROSE III

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
LEO ROSE III
127 PEACHTREE ST. NE, 16TH FLOOR
ATLANTA, GA. 30303 US