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FLORIDA PROFIT/NON PROFIT CORPORATION

PALM BEACH FREAKS, INC.

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ARTICLES OF INCORPORATION

06 FEB 17 AM 10:41

OF

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

PALM BEACH FREAKS, INC.

The undersigned incorporator, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the Corporation shall be Palm Beach Freaks, Inc. (hereinafter, "Corporation").

ARTICLE 2 - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, including the operation of entertainment & recreational facilities.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this corporation is 6625 White Drive, West Palm Beach, FL 33407-1209.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Charles S. Loper  
6625 White Drive  
West Palm Beach, FL 33407-1209

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### ARTICLE 5 - CAPITALIZATION

The maximum number of shares that the corporation is authorized at any time to have outstanding is One Thousand (1,000) shares of common stock, each having a par value of \$0.001.

### ARTICLE 6 - TERM OF EXISTENCE

This corporation is to exist perpetually.

### ARTICLE 7 - OFFICERS

The officer(s) of this corporation shall be:

President:	Charles S. Loper
Vice-President:	Gillian H. Loper
Secretary:	Gillian H. Loper
Treasurer:	Charles S. Loper

whose address(es) shall be the same as the principal office of this Corporation.

### ARTICLE 8 - DIRECTORS

The Director(s) of this Corporation shall be:

Charles S. Loper

whose addresses shall be the same as the principal office of this Corporation.

### ARTICLE 9 - REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation is 6625 White Drive, West Palm Beach, FL 33407-1209. The registered agent of this Corporation is Charles S. Loper.

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ARTICLE 10 - EFFECTIVE DATE

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These Articles of Incorporation are to be effective upon approval by the Secretary of State of the State of Florida

SECRETARY OF STATE  
STATE OF FLORIDA

IN WITNESS THEREOF, the undersigned has hereunto set their hand and seal, acknowledged and filed these foregoing Articles of Incorporation under the laws of the State of Florida, this February 17, 2006.

  
Charles S. Loper, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

The undersigned, Charles S. Loper, having a business office identical with the registered office of the above Corporation, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

  
Charles S. Loper

No 6000044086