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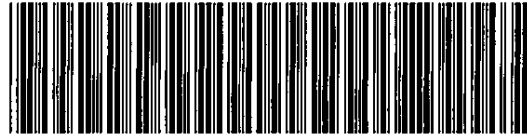
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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SPIEGELMAN AND SPIEGELMAN

ATTORNEYS AT LAW

BISCAYNE BUILDING, SUITE 420
19 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

MAX SPIEGELMAN
ROBERT I. SPIEGELMAN

TELEPHONE (305) 371-2500
TELEFAX (305) 374-3606

July 13, 2006

SECRETARY OF STATE
Department of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

Re: **Videotech Enterprises, Inc.**

Gentlemen:

Please find enclosed herewith an original and one (1) copy of the executed Articles of Incorporation and Registered Agent form regarding the above-captioned.

Also enclosed herewith, is our check, in the amount of \$78.75, representing your charter fee in the amount of \$35.00; registered agent fee in the amount of \$35.00; and your fee for a certified copy of the Articles in the amount of \$8.75.

Please remit a certified copy of the Articles of Incorporation.

Thank you for your prompt attention to this matter.

Very truly yours,

SPIEGELMAN AND SPIEGELMAN



Robert I. Spiegelman

RIS/vp
Enclosures (as noted)



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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 18, 2006

SPIEGELMAN AND SPIEGELMAN
19 W. FLAGLER ST., STE. 420
MIAMI, FL 33130

SUBJECT: VIDEOTECH ENTERPRISES, INC.
Ref. Number: W06000031841

We have received your document for VIDEOTECH ENTERPRISES, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis
Document Specialist
New Filing Section

Letter Number: 306A00045929

ARTICLES OF INCORPORATION

OF

VIDEOTECH ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, desiring to form a corporation hereby makes, signs and subscribes to these Articles of Incorporation, in order to form a corporation under the laws of the State of Florida.

I.

NAME: The name of the corporation is VIDEOTECH ENTERPRISES, INC.

II.

NATURE OF BUSINESS: The general nature of the business to be transacted by this corporation is: To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, and occupy and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm or corporation. Further, in general to do any and all acts that may be necessary, convenient and appurtenant to the above-mentioned objects.

To conduct business in, have one or more offices in, buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, agencies, patents, copyrights, trademarks, and licenses in the State of Florida and in other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of

corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state of government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To make and enter into all contracts and do everything else necessary, suitable and proper for the accomplishment, furtherance or attainment of any one or all of the aforesaid objects and purposes, either directly or incidental thereto, either alone or in association with other corporations, firms or individuals, either as principal or as agent, and to do every and all acts and things incidental to the benefit and protection of the corporation, whether or not such business is similar to the objects and purposes above enumerated, and more particularly but not by way of limitation, to engage in the business of operation of a redemption arcade and/or a sports bar, and/or discoteque, and/or a restaurant, and to purchase, or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, improvements, and any other real property of any kind or any interest therein, and as the consideration for same to pay cash or to issue the capital stock, debenture bonds, mortgage bonds, or other obligations of the corporation and to sell, convey, lease, mortgage, deed of trust, turn to account, or otherwise deal with all or any part of the property of the corporation; to make and obtain loans upon real estate,

improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise; and to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the good will, stock, rights, and property of any person, firm, association, or corporation, paying for the same in cash, stock, or bonds of this corporation; and to draw, make accept, indorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments, or obligations of the corporation, from time to time, for any of the objects or purposes of the corporation without restriction or limit as to amount.

The foregoing and following provisions shall be construed as objects and powers in furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and the enumeration in these articles of specific powers and objects shall not be held to limit, restrict in any manner, the powers of this corporation; but this corporation may do all and everything necessary, suitable or proper for the accomplishment of any purpose or object, either alone or in association with other corporations, firms, or individuals, to the same extent and as fully as individuals might or could do as principals, agents, contractors, or otherwise.

III.

TERM OF EXISTENCE: This corporation is to exist perpetually.

IV.

CORPORATE MANAGEMENT: The business of the corporation shall be

managed by the stockholders of the corporation, rather than by a Board of Directors. That by reason of the election, the stockholders of this corporation shall be deemed Directors of this corporation. Any action of the stockholders may be taken without a meeting in accordance with the provisions of 607.0704, Florida Statutes. The stockholders of this corporation be, and they are hereby empowered and authorized to exercise corporate powers prescribed and designated to Board of Directors pursuant to 607.111, Florida Statutes, and that in addition to those powers enumerated under 607.0801; 607.08101 and 607.0830, Florida Statutes, the stockholders are empowered and authorized to do the following additional acts:

- a) Manage the business of the corporation;
- b) Declare and pay dividends or division of the profits of the corporation;
- c) Designate who shall be officers or directors or both of the corporation;
- d) Impose and establish restrictions on transfer of stock and the terms and conditions thereof;
- e) Establish and determine voting requirements, including the requirements of unanimous voting of stockholders or directors;
- f) Establish the terms and conditions of employment of stockholders by the corporation;
- g) Provide for arbitration and terms and conditions of arbitration of issues as to which the stockholders are deadlocked in voting power, or as to which the directors are deadlocked and the stockholders are unable to break the deadlock; and
- h) To embody the foregoing items a) through g) inclusive, in the By-Laws of the corporation or in a side agreement in writing in accordance with Chapter 607, Florida

Statutes.

V.

DIRECTORS: This corporation shall have a Board of Directors consisting of two (2) Directors. The number of Directors may be increased or decreased from time to time by amendment to, or in the manner provided in these Articles of Incorporation or the By-Laws adopted by the stockholders. To the extent any authorization or power is extended to a Director pursuant to Chapter 607, Florida Statutes, said powers shall be exercised by the stockholders of this corporation. The name and address of each individual serving as the initial Board of Directors is:

John Wallis
4406 N. W. 111th Court
Doral, Florida 33178

Sebastian Mosse
5274 N. W. 114th Avenue
Apartment #303
Doral, Florida 33178

VI.

CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Six Thousand Five Hundred (6,500) shares of common stock, having a nominal or par value of ONE AND 00/100 (\$1.00) Dollar per share. That the shares of stock hereby authorized shall be issued and regulated pursuant to and in accordance with the provisions of 1244 of the Internal Revenue Code of 1954 and that the offer, sale and issue of such shares shall be carried out in such manner that, in the hands of qualified shareholders, such shares will receive the benefits of 1244 of the Internal Revenue Code of 1954.

VII.

ADDRESS: The street address of the initial principal office of this corporation is

hereby designated to be 11300 N.W. 87th Court, Suite 106, Hialeah Gardens, Florida 33018; the name of the initial registered agent is hereby designated to be Sebastian Mosse, whose address is 11300 N.W. 87th Court, Suite 106, Hialeah Gardens, Florida 33018. The corporation may change its registered office or registered agent pursuant to the provisions of 607.0502, Florida Statutes.

VIII.

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, propose by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the subscriber has hereunto set his hand and seal this 13 day of July, 2006.

A Florida corporation,

By: 

Sebastian Mosse, Its' Treasurer
and Director

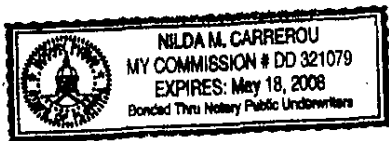
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)


BEFORE ME, the undersigned authority, personally appeared Sebastian Mosse, Treasurer and Director of Videotech Enterprises Inc., a Florida corporation, to me known to be the person described in, and who executed the foregoing Articles of Incorporation, and

he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid, this

13 day of day of July, 2006.




NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE
Printed Name:

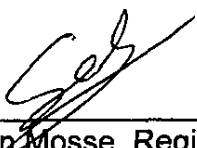
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That . VIDEOTECH ENTERPRISES, INC. , desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named Sebastian Mosse, located at 11300 N.W. 87th Court, Suite 106, Hialeah Gardens, Florida 33018, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)
Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated: July 13, 2006

By: 
Sebastian Mosse, Registered Agent

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TALLAHASSEE, FLORIDA