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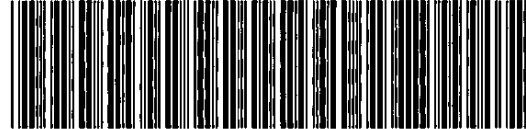
(Business Entity Name)

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RECEIVED
07 AUG 17 AM 10:50
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
2007 AUG 17 A 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. WHITE AUG 20 2007

LAZARUS
CORPORATE FILING SERVICE
3320 SW 87TH AVENUE
MIAMI, FL 33165
305-552-5973

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. MDS ARCADE ADULT ENTERTAINMENT
(Corporation Name) (Document #)
2. CENTER CORP.
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2:06 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☒ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

FILED

ARTICLES OF INCORPORATION

2007 AUG 17 A 10: 56

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MDS ARCADE ADULT ENTERTAINMENT CENTER CORP.

ARTICLE I

The name of the Corporation is :

MDS ARCADE ADULT ENTERTAINMENT CENTER CORP.

ARTICLE II

The corporation may engage in or transact in any or all activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The Corporation is authorized to issue and have outstanding an aggregate number of **FIVE HUNDRED (500)** shares of one class of common stock, having a par value of **ONE (\$1.00) DOLLAR** per share.

This consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V

The Corporation initial Registered Agent and Principal Office in the **STATE OF FLORIDA** are:

INITIAL REGISTERED AGENT: GABRIEL MEDEROS

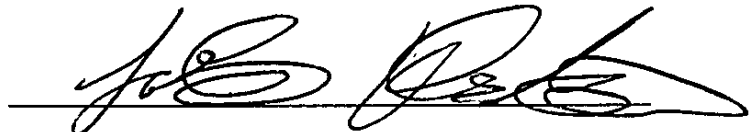
7860 SW 26TH ST

MIAMI, FL 33155

INITIAL PRINCIPAL OFFICE: 7860 SW 26TH ST

MIAMI, FL 33155

Having been named Initial Registered Agent to accept service of process of the Corporation at the Initial Principal Office designated in these Articles of the Incorporation, I hereby accept such consent to act in this capacity and agree to comply with all the requirements of the Law pertaining thereto.

A handwritten signature in black ink, appearing to read 'Gabriel Mederos', is written over a horizontal line.

GABRIEL MEDEROS

ARTICLE VI

The number of Directors constituting the Initial Board of Directors of the Corporation is ONE, the number of Directors may be increased or decreased from time to time by the **BY LAWS** but shall never be less than ONE.

ARTICLE VII

The name and address of the members of the Initial Board of Directors are :

NAME	ADDRESS
GABRIEL MEDEROS	7860 SW 26TH ST
P/D/	MIAMI , FL 33155


GABRIEL MEDEROS

ARTICLE VIII

The name and address of the Incorporators executing these Articles of Incorporation are:

NAME	ADDRESS
GABRIEL MEDEROS	7860 SW 26TH ST
	MIAMI , FL 33155


GABRIEL MEDEROS

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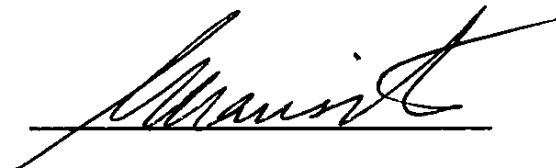
ACKNOWLEDGMENT

STATE OF FLORIDA)

COUNTY OF MAIMI-DADE)

Before me a Notary Public authorized to take acknowledgments in the **STATE OF FLORIDA and COUNTY OF MIAMI-DADE** set forth above personally appeared -----GABRIEL MEDEROS-----know to me and by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set hereunto my hand and seal affixed in the **STATE OF FLORIDA, COUNTY OF MIAMI-DADE**, this 15th day of August, 2007.

A handwritten signature in black ink, appearing to read 'Mario', is written over a horizontal line.

**Mario Eduardo Mansito
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. DD 385489
MY COMMISSION EXPIRES JAN 30, 2009**