

P08000049225

Florida Department of State  
Division of Corporations  
Public Access System

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H08000130636 3)))



H080001306363ABC.

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 MAY 15 AM 10:23

FILED

## FLORIDA PROFIT/NON PROFIT CORPORATION

Entertainment  
fountainbleau enterprises inc

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

DIVISION OF CORPORATION

08 MAY 15 PM 5:06

RECEIVED

Electronic Filing Menu

Corporate Filing Menu

Help

J. Shivers MAY 16 2007

H08 0000130636

## ARTICLES OF INCORPORATION

We the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provision of the State of Florida providing for the formation, liability, rights privileges and immunities of corporation for profit.

### ARTICLE I

The name of the corporation shall be:

**FOUNTAINBLEAU ENTERTAINMENT INC**

### ARTICLE II

The corporation may engage in the activity of business permitted under the laws of the United States and the State of Florida.

### ARTICLE III

The maximum shares of a stock with \$1.00 par value that this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) Shares.

### ARTICLE IV

The amount of capital with which this corporation will begin business not be less than FIVE HUNDRED (\$500.00) dollars.

### ARTICLE V

This corporation is to have perpetual existence.

Ramsan Professional Services  
5849 W. Flagler Street  
Miami, Florida 33144  
Phone: (305) 261-3225  
Esther F. Alvarez, Accountant

- 1 -

H08000130636

FILED  
2008 MAY 15 AM 10:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE VI**

The Principal office of this corporation shall be:

9616 FOUNTAINEBLEAU BLVD  
MIAMI, FL 33172

## **ARTICLE VII**

The number of the Board of the Directors of the corporation shall not be less than one person. The names and Post Office addresses of the first Board of Directors, who are subject to the provisions of the Certificate of Incorporation, the By-Laws and the acts of legislature, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall be duly qualified, are:

YAISEL DENIS  
3153 DOLAN ROAD  
MIAMI, FL 33406-7923

President-Secretary & Treasury

100% Shares

## **ARTICLE VIII**

The names and post office addresses of each subscriber to the Certificate of Incorporation are as follows:

YAISEL DENIS  
3153 DOLAN ROAD  
WEST PALM BEACH, FLORIDA 33406-7923

## ARTICLE IX

No contract or other transaction between this corporation and any other corporation shall be affected or invalidated by the fact that anyone or more of the Directors of this corporation is or are interest in, or is a Director or Officer of, or are Directors or Officers of such other corporation.

The corporation shall have the further right and power to, from time to time determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this corporation, other than the stock book, or any them, shall be open to the inspection of the stock holders, and no stockholders shall have any rights of inspection any account book or document of this corporation, except as conferred by statute, unless authorized by resolution of the stockholders or Board of Directors.

The corporation, in its By-Laws, confers powers upon its Board of Directors of Officers, in addition to the powers authorized and expressly conferred by statute. Both Stockholders and directors shall have the power, if the By-laws so provide, to hold the respective meeting and to have one or more offices, within or without the State of Florida, and to keep the books of this corporation subject to the provisions to the statute outside the State of Florida at such places as may from time to time be designated by the Board of Directors.

The corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by herein or granted subject to this reservation.

## ARTICLE X

The corporation shall have power to purchase or otherwise acquire, directly and/or through ownership of a stock in any corporation, all or any part of the business, goodwill, rights, properties and assets or of any individual, and to pay for the same in cash with the stock of this corporation, bonds or the otherwise, and to hold or in any manner dispose of the whole or any part of the property so purchased, or to conduct in any lawful manner the whole or any part of the business so acquired, provided that Acts amendatory thereto; and to exercise all the powers necessary or convenient in or about the conducting of such business.

To enter into general partnerships, limited partnerships (whether the corporation be a limited or general partnership) joined ventures, syndicates, pools, associations and others arrangements for carrying on one more of the purposes set forth herein jointly or in common with others, so long as the corporation would have the power to do so alone.



H08 0000130636

**CERTIFICATE DESIGNATING CHANGE OF PLACE BUSINESS OF DOMICILE FOR  
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.**

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

**FOUNTAINBLEAU ENTERTAINMENT INC**

That: is qualified to do business under laws of the State of Florida, with its principal  
office at:

YAISEL DENIS  
9616 FOUNTAINBLEAU BLVD  
MIAMI, FLORIDA 33172

And has appointed:

YAISEL DENIS  
9616 FOUNTAINBLEAU BLVD  
MIAMI, FLORIDA 33172

As its agent to accept services of process within this State.

**ACKNOWLEDGEMENTS**

Having been named to accept service of process for the above stated corporation  
at the place designated in the 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.

Yaiel  
YAISEL DENIS  
AGENT

FILED  
2008 MAY 15 AM 10:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H08000130636