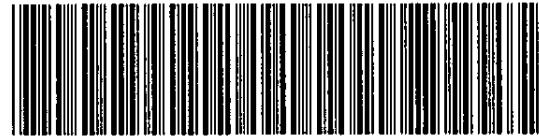


P09000027743



500145396425

03/20/09--01007--006 \*\*78.75

2009 MAR 26 A 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

09 MAR 20 AM 10:18  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RECEIVED

602-28-0  
Bessie  
WCC

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

Charter Number Only

3/19

Rivadeneira E ASSOC.

Requestor's Name  
2742 SW 8 ST

Address  
MIAMI  
City State ZIP Phone

VALIDATION ONLY

CORPORATION(S) NAME

Dejavu Night Clubs INC

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Empire Toll Free: 1-800-432-3028



RECEIVED

09 MAR 26 AM 10:19

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
STATEMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

March 23, 2009

EMPIRE

SUBJECT: DEJAVU NIGTH CLUBS INC  
Ref. Number: W09000013552

We have received your document for DEJAVU NIGTH CLUBS INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please double check the spelling of the word night in your corporate name.

Please return the corrected 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) 245-6995.

Wanda Cunningham  
Regulatory Specialist II  
New Filing Section

Letter Number: 109A00009715

**ARTICLES OF INCORPORATION**  
**OF**  
**DEJAVU NIGHT CLUBS INC**

**FILED**  
2009 MAR 26 A 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned an incorporator, in accordance with the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be:

**DEJAVU NIGHT CLUBS INC**

**ARTICLE II**

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

**ARTICLE III**

The principal place of business and mailing address of this corporation shall be:

**1200 NORTH FEDERAL HIGHWAY #200**  
**BOCA RATON FLORIDA 33432**

**ARTICLE IV**

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz.:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name:

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced:

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated:

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets:

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141:

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof:

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income:

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested:

To conduct its business, carry on its operations, and have office and exercise the powers granted by this act within or without this state:

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration:

To make donations for the public welfare or for charitable, scientific, or educational purposes:

To transact any and all lawful business, which the board of directors shall find, will be in aid of governmental policy:

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiaries:

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise:

To have and exercise all powers necessary of convenient to affect its purposes:

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014:

#### ARTICLE V

The aggregate number of shares, which this corporation shall have authority to issue, is the total sum of **100 shares**, having and individual per value of **\$20.00**

Unless otherwise sated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be

**LAMOTHE MILDORT**  
**6729 HERITAGE GRAND APT. 3203**  
**BOYNTON BEACH, FL 33137-8926**

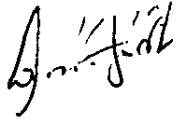
#### ARTICLE VII

The initial board of Directors shall consist of a total of person (1) and the name and address of the person (s) who is to serve as initial directors

**LAMOTHE MILDORT**  
**6729 HERITAGE GRAN APT. 3203**  
**BOYTON BEACH, FL 33137-8926**

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:  
The undersigned has executed these Articles of Incorporation the 09 day of March 2009.

A handwritten signature in black ink, appearing to read "Lamothe Mildort". The signature is written in a cursive style with a large initial "L" and "M".

**LAMOTHE MILDORT**  
**6729 HERITAGE GRAND APT.3203**  
**BOYTON BEACH, FL 33137-8926**

**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that **DEJAVU NIGHT CLUBS INC**  
(Name of Corporation)

desiring to organize under the laws of the State of **Florida**  
(Florida)

with its principal office, as indicated in the articles of incorporation

Has named **LAMOTHE MILDORT**  
(Name of Register Agent)

located at **BOCA RATON** County of **PALM BEACH**  
(City) (County)

State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE   
Registered Agent

2000 MAR 26 A 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**