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Date: April 07, 1995

Corporate Records Bureau
Division of Corporations
Florida Department of State
PO Box 6327
Tallahassee, Florida 32314

500001457815

04/17/95-01044-018

*****70.00 *****70.00

Re: South Florida Bikini Contest, Inc.


Hon. Secretary of State:

Enclosed please find original and one copy of the Articles of Incorporation of the referenced, including a money order in the amount of \$ 70.00 for the initial recording fees.

Please record the original and kindly send me the copy of the articles with your recording date stamped thereon.

Thank you for your continued prompt service.

Very truly yours,


John D. O'Donnell

JDO
encls

DMC
4-25-95

FILED
95 APR 17 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

SOUTH FLORIDA BIKINI CONTEST, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

The name of this corporation is :
SOUTH FLORIDA BIKINI CONTEST, INC.

ARTICLE II.

This corporation may engage in any activity or business permitted under the Laws of the United States and this State.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 7,500 shares of common stock at \$1.00 par value

All the aforementioned stocks to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

ARTICLE IV.

The amount of capital with which this corporation shall begin business is not less than Five Hundred (\$500.00) Dollars.

FILED
55 APR 17 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V.

This corporation is to exist perpotually.

ARTICLE VI.

The initial street address of the principal office of this corporation in the State of Florida is:

1688 Meridian Avenue, Suite 801, Miami Beach, Florida 33139

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII.

This corporation shall have (1) director initially. The number of directors may be inc eased or decreased from time to time in such manner as may be prescribed by the By-Laws.

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability, provided that no person shall be indemnified

against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested, may be counted in

determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote there as to authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII.

The names and post office addresses of the members of the first Board of Directors are:

Ismael Garcia
1688 Meridian Avenue
Suite 801
Miami Beach, Florida 33139

ARTICLE IX.

The name and post office address of each subscriber of the Articles of Incorporation is:

Ismael Garcia
1688 Meridian Avenue
Suite 801
Miami Beach, Florida 33139

ARTICLE X.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stock-holders and approved at a Stockholder's Meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE XI

The date of commencement of corporate existence of this corporation shall be upon filing Articles of Incorporation.

ARTICLE XII

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

First, that SOUTH FLORIDA BIKINI CONTEST, INC.
desiring to organize under the laws of the State of Florida,
with its principal office, as indicated in these Articles of
Incorporation, has named ISMAEL GARCIA,
1688 Meridian Avenue, Suite 801, Miami Beach, Florida 33139,
as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the
above stated corporation, at place designated in these
Articles of Incorporation, I hereby accept to act in this
capacity, and agree to comply with the provision of said act
relative to keeping open said office.

By Ismael Garcia
Resident Agent

IN WITNESS WHEREOF, each Subscriber to these Articles of
Incorporation, hereunto has set their hand and seal this
8 day of April, 1955.

Subscriber

Ismael Garcia
Subscriber