

JACK L. WEITZMAN, P.A.

Attorney at Law
11420 S.W. 109 Road
Miami, Florida 33176

OF COUNSEL
David Rosenblatt

Telephone (305)596-5202
Facsimile (305)598-8129

P95000035/70
April 28, 1995

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-05/01/95--01070--005
***122.50 ***122.50

Re: Incorporation of JUST FOR KICKS DANCE CENTER, INC.

Dear Sirs:

Enclosed please find an original and a copy of Articles of Incorporation for the above-named corporation.

Also enclosed please find our check in the amount of \$122.50 to cover your filing fee.

Please return the confirmation copy to us in the stamped, self-addressed envelope provided. If you have any questions or need any further information, please do not hesitate to contact my office.

Very truly yours,

Faith A. Benghiat
Faith A. Benghiat
for JACK L. WEITZMAN, ESQ.

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Enclosure

REGISTER MAY 4 1995

FILED
95 MAY -1 AM 7:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JUST FOR KICKS DANCE CENTER, INC.

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SECRETARY OF STATE
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ARTICLE I

NAME

The name of the corporation is Just for Kicks Dance Center, Inc.

ARTICLE II

DURATION

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States or Florida.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered office and agent of this corporation is:

- (a) Registered Agent - Jack L. Weitzman
- (b) Registered Agent Office - 11420 S. W. 109 Road

Miami, Florida 33176

ARTICLE VI

PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The principal office of the Corporation is c/o Jack L. Weitzman, P.A., 11420 S.W. 109 Road, Miami, Florida 33176. The mailing address of the Corporation is P.O. Box 821664, South Florida, Florida 33082.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors initially. The number of Directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Director/President

JOANNE LYNN SMITH

12100 S.W. 97 Street
Miami, Florida 33186

Director/Vice-President

SERGIO SMITH, JR.

12100 S.W. 97 Street
Miami, Florida 33186

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:
Jack L. Weitzman, 11420 S. W. 109 Road, Miami, FL 33176.

ARTICLE IX

AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to these articles, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

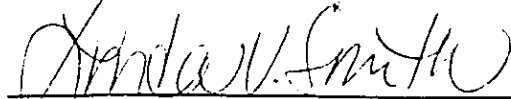
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles this 28th day of APRIL, 1995.


JACK L. WEITZMAN

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JACK L. WEITZMAN, known to me and known by me to be the person who executed the foregoing articles and acknowledged to me that he executed the same freely and voluntarily.

WITNESS my hand and official seal this 28th day of April, 1995.


NOTARY PUBLIC, STATE OF FLORIDA
Printed Name: Linda V. Smith

My Commission Expires:

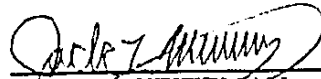


LINDA V SMITH
My Commission CC334450
Expires Dec. 06, 1997
Bonded by HAI
800-422-1555

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the Registered Agent for the above corporation for the purpose of accepting service of process at the registered office designated in the Articles of Incorporation, I accept such appointment and am familiar with and accept the obligations provided for in Section 607.0501 and 607.0505, Florida Statutes.

DATED this 28th day of APRIL, 1995.



JACK L. WEITZMAN
REGISTERED AGENT

FILED
95 MAY - 1 AM 7:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA