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REFERENCE : 794252 4724134

AUTHORIZATION :

COST LIMIT = \$ FPD

ORDER DATE : January 5, 1996

ORDER TIME : 12:56 PM

ORDER NO. 794252

CUSTOMER NO: 4724134

CUSTOMER: Ronald W. Black, Esq
RONALD W. BLACK, ESQ

112 South Lake Avenue

Orlando, FL 32801

DOMESTIC FILING

TODAYS DATE PLEASE

NAME: KIM & MIKE, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Frezeau

EXAMINER'S INITIALS:

300001680603
-01/05/96--01102--003
***367.50 ***122.50

FILED
RECEIVED
96 JAN -5 PM 1:45
96 JAN -5 PM 1:07
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

T. BROWN JAN - 8 1996

**ARTICLES OF INCORPORATION
OF
KIM & MIKE, INC.**

FILED
96 JAN -5 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is **KIM & MIKE, INC.**

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business, including, but not limited to, operation of an adult entertainment facility, or any other related business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

Article IV - Capital Stock

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that at which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. The number of authorized shares shall be 7,500 shares at \$1.00 par value.

Article V - Registered Agent

The street address of the initial registered office of this corporation is 112 South Lake Avenue, Orlando, Florida 32801, and the name and address of the initial registered agent and officer of this corporation at that address is **RONALD W. BLACK**, 112 South Lake Avenue, Orlando, Florida 32801.

Article VI - Initial Board of Directors

This corporation shall have **two (2)** directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
HOANG KIM TESSINARI	8249 Shaylynn Court Orlando, Florida 32810
MASHHOUR DAGAMSEH	8249 Shaylynn Court Orlando, Florida 32810

Article VII - Incorporator

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
RONALD W. BLACK	112 South Lake Avenue Orlando, Florida 32801

Article VIII - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 4th day of January, A.D. 1996.


Ronald W. Black

STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

FILED
96 JAN -5 PM 1:45
CLERK OF STATE
TALLAHASSEE, FLORIDA

The following is submitted in compliance with Chapter 48.091, Florida

Statutes:

KIM & MIKE, INC., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 112 South Lake Avenue, Orlando, Florida 32801, has named **RONALD W. BLACK**, 112 South Lake Avenue, Orlando, Florida 32801, as its agent to accept service of process within this State.

ACCEPTANCE

I agree as Resident Agent to accept service of process, to keep the office open during prescribed hours, and to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office, as required by law.


Ronald W. Black
Resident Agent