

**P96000057977**

From:  
Holger Speth  
8750-11 Gladiolus Drive, #306  
Ft. Myers, FL 33908  
941-275-8681

To:

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

FILED  
95 JUL -8 PM 3:24  
TALLAHASSEE, FLORIDA  
300001007800  
-07/08/96--01101--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Subject:  
New corporation: **The Concept Club, Inc.**

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$70.00

We appreciate your prompt attention.

Sincerely yours,

  
\_\_\_\_\_  
Holger Speth

KL 7-10-96

ARTICLES OF INCORPORATION  
OF

**THE CONCEPT CLUB, INC.**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be: **The Concept Club, Inc.**

ARTICLE 2 - PRINCIPAL OFFICE

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

The Concept Club, Inc.  
8750-11 Gladiolus Drive, #306  
Ft. Myers, FL 33908

The Board of Directors may from time to time move the principal address of this corporation to any other address.

ARTICLE 3 - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any time is: **100 (one hundred) shares of NO PAR VALUE**

ARTICLE 4 - INITIAL REGISTERED AGENT

The name and address of the initial registered agent is:

Holger Speth  
8750-11 Gladiolus Drive, #306  
Ft. Myers, FL 33908

ARTICLE 5 - DIRECTORS

The number of Directors constituting the initial Board of Directors is: **ONE**. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but there shall always be at least one (1) director. The name and address of the person who is to serve as Director until the first annual meeting of the shareholders or until its successors are elected and qualified is:

Holger Speth  
8750-11 Gladiolus Drive, #306  
Ft. Myers, FL 33908

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TALLAHASSEE, FLORIDA

ARTICLE 6 - BY-LAWS

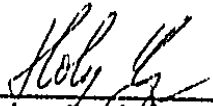
The Board of Directors is empowered to make, alter or repeal the by-laws of the corporation without restriction of their powers conferred by statute.

ARTICLE 7 - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Holger Speth  
8750-11 Gladiolus Drive, #306  
Ft. Myers, FL 33908

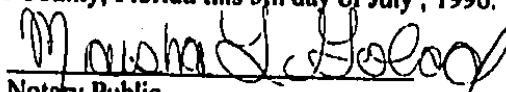
The undersigned incorporator has executed these Articles of Incorporation this 5th day of July, 1996.

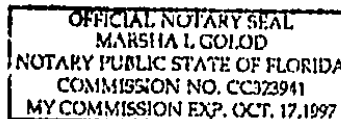
  
\_\_\_\_\_  
Holger Speth, Incorporator  
FL 5130-300-47-131-0

State of Florida        )  
                              )ss:  
County of ~~Broward~~    )  
                              Ft. Lee

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgment, personally appeared Holger Speth, to me known to be the person described as subscriber to, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to said Articles of Incorporation.

Witness my and official seal at Ft. Myers, Lee County, Florida this 5th day of July, 1996.

  
\_\_\_\_\_  
Notary Public  
State of Florida



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**


Pursuant to the provisions of Section 607.0501 or 617.0501, 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.

1. The name of the corporation is:  
**The Concept Club, Inc.**
2. The name and address of the registered agent and office is:

**Holger Speth  
8750-11 Gladiolus Drive, #306  
Ft. Myers, FL 33908**

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place 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.

  
\_\_\_\_\_  
Holger Speth / Registered Agent

P96000057977

From:  
Holger Speth, Registered Agent  
8750 -11 Gladiolus Dr., #306  
Ft. Myers, FL 33908  
941-481-3241

To:

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

000001344870  
-03/11/96--01080--005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Subject:  
Amendment: **The Concept Club, Inc.**  
Document number: P96000057977

Enclosed is an original and one (1) copy of the Amendment to the Articles of Incorporation.  
We enclosed our check for \$35.00 to cover the cost.

We appreciate your prompt attention.

Sincerely yours,

  
Holger Speth

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 SEP 10 AM 9:39

APPROVED  
AND  
FILED

P96000057977  
-03/11/96--01080--005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00  
Amended

AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF

The Concept Club, INC.

The undersigned Subscriber to these Articles of Incorporation, a natural person competent to contract, hereby files the amendment for a change of the number of shares for the corporation under the laws of the State of Florida.

ARTICLE 3 - Shares

The number of shares of this corporation shall be changed to:

**10,000.000 shares of NO PAR VALUE**

The Board of Directors is empowered to make, alter or repeal the By-Laws of the corporation without restriction of their powers conferred by statute. The Board of Directors, representing 100 percent of the shares of the company, voted and approved the change of the number of shares that this corporation may have. The date of adoption of the amendment was August 26th, 1996.

The name and the address of the Director is:

Holger Speth  
8750 -11 Gladiolus Dr #308  
Ft. Myers, FL 33908

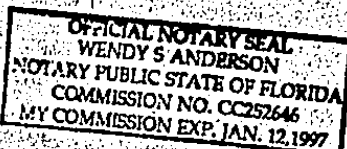
*Holger Speth*  
Sole Director and Registered Agent  
I hereby am familiar with the duties and responsibilities as Registered Agent.

State of Florida )  
                          ) ss:  
County of Lee )

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgment, personally appeared Holger Speth, to be known to be the person described as subscriber to, and who executed the foregoing Amendment to the Articles of Incorporation.

Witness my and official seal at Ft. Myers, Lee County, Florida this 9th day of September, 1996.

*Wendy S. Anderson*  
Notary Public, State of Florida



APPROVED  
AND  
FILED

19 AM 39

CLERK OF STATE  
TREASURY  
FLORIDA