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(((H96000009535))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
 NAME: OCEANSIDE PALACE, INV.  
 FAX AUDIT NUMBER: H9600009535 CURRENT STATUS: REQUESTED  
 DATE REQUESTED: 07/10/1998 TIME REQUESTED: 11:10:26  
 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
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 DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION  
OF  
OCEANSIDE PALACE, INC.**

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**ARTICLE I  
CORPORATE NAME**

The name of the Corporation shall be:  
Oceanside Palace, Inc.

**ARTICLE II  
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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Ray Nichols, Esquire  
20001 Biscayne Blvd. #600  
Miami, Florida 33109  
Tel: (305) 572-1012  
Florida Bar No.: 272024

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Dev Dunaevsky  
1674 Meridian Avenue  
Suite 408  
Miami Beach, Florida 33139

The Corporation's principal office shall be

1674 Meridian Avenue  
Suite 408  
Miami Beach, Florida 33139

ARTICLE V

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Board of Directors. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI

INITIAL DIRECTORS

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

NAME	ADDRESS
Dev Dunaevsky	1674 Meridian Avenue Suite 408 Miami Beach, Florida 33139

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ARTICLE VII  
INCORPORATOR


The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

NAME	ADDRESS
Dov Dunaevesky	1674 Meridian Avenue Suite 408 Miami Beach, Florida 33139

ARTICLES VIII  
COMMENCEMENT DATE

Corporate existence will commence upon filing.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, makes and files these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

  
DOV DUNAEVESKY (SEAL)

STATE OF FLORIDA )  
COUNTY OF DADE ) SS.

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 9 day of July, 1996 by DOV DUNAEVESKY

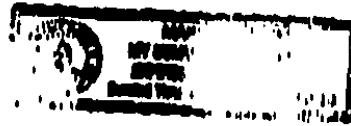
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who is personally known to me or who produced \_\_\_\_\_  
as identification.



*M-B*  
NOTARY PUBLIC



The undersigned hereby accepts the foregoing designation as  
Initial Registered Agent and agrees to comply with the provisions  
of law applicable to said DESIGNATION.

*[Signature]*  
\_\_\_\_\_  
Jov Dunavsky

July 9, 1996

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