9-30-96

R. KRAUT#317 lest OAKland PARK Blvd. FL 33351 217 Phone (954) 572-7969

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Empire Toll Free: 1-800-432-3028

CORPORATION(S) NAME

Acknowledgment

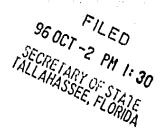
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ARTICLES OF INCORPORATION

OF

HATS-TO-BOOTS DANCE STUDIO, INC.



BY THESE ARTICLES OF INCORPORATION, the undersigned acting as incorporated pursuant to the Florida General Corporation Act, forms a corporation for profit.

ARTICLE I

The name of this corporation shall be ${\tt HATS-TO-BOOTS}$ DANCE STUDIO, INC.

ARTICLE II

This corporation shall have its principal office at 6790 Stirling Road, Hollywood, Florida, 33024.

ARTICLE III

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE IV

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE V

The aggregate number of shares of stock that this corporation shall have the authority to issue is 100 shares of common stock of a par value of \$1.00.

ARTICLE VI

Every stockholder, upon the sale for cash or a new stock of this corporation, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

The initial registered agent for this corporation is DONNA IZZARD and the initial registered office is located at 17101 SW 62nd Court, Fort Lauderdale, Florida, 33331.

ARTICLE VIII

This corporation shall have two (2) Directors constituting the Initial Board of Directors. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws but shall never be less than one (1). The name and address of each member of the initial Board of Directors of this Corporation is:

DONNA IZZARD

17101 SW 62nd Court

Fort Lauderdale, Florida 33331

MARK IZZARD

17101 SW 62nd Court

Fort Lauderdale, Florida 33331

ARTICLE IX

The name and street address of each Incorporator is as follows:

DONNA IZZARD

17101 SW 62nd Court Fort Lauderdale, Florida 33331

ARTICLE X

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these ARTICLES OF INCORPORATION this 27th day of September, 1996.

DONNA IZZARD

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

In compliance with Section 48.091 of the Florida Statutes the following is submitted:

That HATS-TO-BOOTS DANCE STUDIO, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 6790 Stirling Road, City of Hollywood, County of Broward, State of Florida, has named DONNA IZZARD, located at 17101 SW 62nd Court, City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

BY: ////////

g/stered Agent

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