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((H96000014415 9))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: B. CLUB, INC.

AUDIT NUMBER.....H96000014415

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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96 OCT 14 PM 12:58  
SECRETARY OF STATE  
TALLAHASSEE  
FLORIDA

10-14-96

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ARTICLES OF INCORPORATION

OF

E. CLUB, INC.

H96000014415

I, the undersigned, hereby associate myself for the purpose of becoming a corporation under the provision of the General Business Corporation Act of the State of Florida.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

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

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

The general purpose for which this corporation is organized shall include all transactions of any and all lawful business permitted under the General Business Corporation Act and the laws of the State of Florida.

ARTICLE IV

The initial capital of this corporation shall be in excess of One Thousand Dollars (\$1,000.00).

ARTICLE V

The maximum number of shares of capital stock that this corporation is authorized to issue is 10,000 shares of common stock, having a par value of one dollar (\$.10) per share. This class of shares shall have full voting rights.

This Document Prepared by:

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H96000014415

Barry T. Shevlin  
Barry T. Shevlin, Esq./Fl. Bar No. 511587  
1111 Kane Concourse, Ste. 605  
Bay Harbor Islands, Florida 33154 (305) 868-0304.

H96000014415

The corporation shall have the power to amend these Articles at any time to provide for the issuance of additional classes of stock and to declare provisions for preferences, limitations, and relative rights in respect to the shares of each class.

#### ARTICLE VI

The street address of the principle office of the corporation shall be: 1131 Washington Avenue, Miami Beach, Florida 33139.

#### ARTICLE VII

The number of directors constituting the initial board of directors of the corporation is one but no more than five, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until successors are elected and shall qualify are:

Scott Holland  
1131 Washington Avenue  
Miami Beach, Florida 33139

#### ARTICLE VIII

The names and address of the first officer of this corporation is as follows:

##### **PRESIDENT/ SECRETARY:**

FRANK BENTREM, Secretary  
1131 Washington Avenue  
Miami Beach, Florida 33139

SCOTT HOLLAND, President  
1131 Washington Avenue  
Miami Beach, Florida 33139

#### ARTICLE IX

The shareholders of the corporation shall possess preemptive rights to acquire shares of stock issued by the corporation.

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**ARTICLE X**

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The names and address of the incorporator is as follows:

Scott Holland  
1131 Washington Avenue  
Miami Beach, Florida 33139

**ARTICLE XI**

The designated registered agent for this corporation is Scott Holland whose address is as follows:

Scott Holland  
1131 Washington Avenue  
Miami Beach, Florida 33139

**ARTICLE XII**

The corporation may adopt by-laws and regulations creating, defining, limiting and regulating the powers of the corporation, the directors and stockholders, or any class of stockholders including but not limited to any provision for cumulative voting for directors, and any provisions which are required or permitted under the General Business Corporation Act of the State of Florida.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation for E. CLUB, INC. this 4th day of October, 1996

  
SCOTT HOLLAND

  
FRANK BERTREM

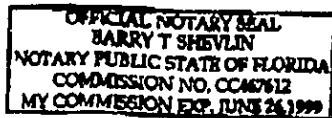
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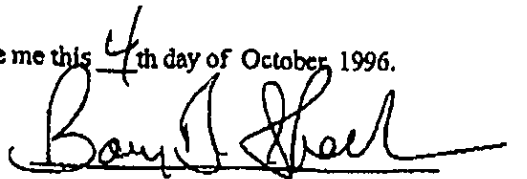
STATE OF FLORIDA     )  
                              )ss.  
COUNTY OF DADE     )

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BEFORE ME, the undersigned authority, this 4th day of October, 1996, personally appeared Scott Holland, and Frank Bentrem, who are personally known to me, and after being duly sworn on oath, deposed and said they have fully read and understood the foregoing Articles of Incorporation for E. CLUB, INC. and have executed same knowingly and voluntarily for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this 4th day of October, 1996.



  
BARRY T. SHEVLIN  
NOTARY PUBLIC, State of Florida

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CERTIFICATE OF DESIGNATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED; E. CLUB, INC., DESIRING TO ORGANIZE AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS CORPORATE ADDRESS AT: 1131 WASHINGTON AVENUE, MIAMI BEACH, FLORIDA 33139, AND WITH ITS REGISTERED AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA BEING SCOTT HOLLAND, 1131 WASHINGTON AVENUE, MIAMI BEACH, FLORIDA 33139 HAVING BEEN MADE TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF DUTIES.

Scott Holland  
REGISTERED AGENT  
SCOTT HOLLAND

DATE

10/4/96

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This Document Prepared by:

Barry T. Shevlin, Esq.

Florida Bar No.: 511587

1111 Kane Concourse, Suite 605

Bay Harbor Islands, Florida 33154

(305) 868-0304

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2/24/97

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

10:38 AM

((H97000003154 6))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4000

FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN, P.A.  
CONTACT: BEVERLY O RIEDY  
PHONE: (305) 372-5000

ACCT#: 076030000723

FAX #: (305) 372-0052

NAME: E. CLUB, INC.

AUDIT NUMBER.....H97000003154

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FA#: H97- 3154

ARTICLES OF AMENDMENT

OF

E. CLUB, INC.

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SECRET  
TALLAHASSEE  
FLORIDA

The following amendment was adopted by the Board of Directors of this corporation on February 24, 1997. The Shareholders unanimously approved this amendment on February 24, 1997. The document number assigned to this corporation is P96000084568.

The name of the corporation is: E. CLUB, INC.

The name of the corporation shall be changed to: SAKE HANA, INC.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 24th day of FEBRUARY, 1997.

  
SCOTT HOLLAND  
Director/Shareholder/President

Robert S. Geiger, Esq.  
GEIGER, KASDIN, HELLER, KUPERSTEIN,  
CHAMES & WEIL, P.A.  
1428 Brickell Avenue, 6th Floor  
Miami, Florida 33131  
Telephone: (305) 372-5000  
Facsimile: (305) 372-0052  
Florida Bar Number: 192208

FA#: H97-3154