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300 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-227-9171  
904-227-0100 FAX



PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 173003 10295A

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 122.50

ORDER DATE : December 3, 1996

ORDER TIME : 9:20 AM

ORDER NO. : 173003-005

800002018089--0

CUSTOMER NO: 10295A

CUSTOMER: Itzhak Bachar, Esq  
ITZHAK BACHAR, P.A.

1 Nationwide Bank Building  
633 N.e. 167th St., Ste. 1112  
North Miami Bea, FL 33162

DOMESTIC FILING

NAME: NIGHTLIFE U.S.A. INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Juan E Jones

EXAMINER'S INITIALS: DEC-3-1996 BSB

FILED  
96 DEC -3 PM 12:08  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
96 DEC -3 PM 12:08  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

NIGHTLIFE U.S.A., INC.

FILED

96 DEC -3 PM 12:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NIGHTLIFE U.S.A., INC.

The address of the principal office of this corporation shall be 2024 N.E. 161st Street, Suite M, North Miami Beach, Florida, 33162, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2024 N.E. 161st Street, Suite M, North Miami

Beach, Florida 33162, and the name of the initial registered agent of the corporation at that address is RAHMIM HOKIMA.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial members of the Board of Directors are:

Rahmim Hokima  
Dir.

2024 N.E. 161st Street, Suite M  
North Miami Beach, FL 33162

#### ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed

at:

RAHMIM HOKIMA  
Pres.


### ARTICLE VIII. INCORPORATOR

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

RAHMIM HOKIMA

IN WITNESS WHEREOF, the undersigned agent of NIGHTLIFE U.S.A., INC.  
has hereunto set their hand and seal of Incorporator on  
November 26, 1996.

By:

  
RAHMIM HOKIMA

### ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

RAHMIM HOKIMA, an individual, authorized to transact  
business in this State, having a business office identical with  
the registered office of the corporation named above, and having  
been designated as the Registered Agent in the above and  
foregoing Articles, is familiar with and accepts the obligations  
of the position of Registered Agent under Section 607.0505,  
Florida Statutes.

**FILED**  
96 DEC -3 PM 12:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

By:

  
RAHMIM HOKIMA

11/21/96