

P96000099808

To: Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

In Re: **POSITIVE VIRUS INC.**

Gentlemen;

Enclosed please find the original and one copy of the Articles of Incorporation for **POSITIVE VIRUS INC.**, together with my check for \$ 70.00.

This represents the cost of the Filing Fees, and the fee for Registered Agent Designation for the above named Corporation.

Please forward our copy of the filed Articles of Incorporation to:

Robert Kourmakaev, President
3450 Palencia Dr.
Tampa, Florida 33618

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-12/09/96--01035--011
****140.00 *****70.00

Sincerely,

POSITIVE VIRUS INC.
Oleg Kuznetsov
901 N. Franklin Street
Tampa, Florida 33602
813-933-4810

FILED
96 DEC -9 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See 12/11

ARTICLES OF INCORPORATION
of
POSITIVE VIRUS INC.

FILED
96 DEC -9 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Florida Business Corporation Act.

ARTICLE I CORPORATE NAME

The name of the corporation shall be:

POSITIVE VIRUS INC.

ARTICLE II DURATION

This corporation shall exist perpetually unless dissolved according to the Laws of the State of Florida.

ARTICLE III PURPOSE

The corporation is hereby organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The principal office address of said corporation shall be:

901 N. Franklin Street
Tampa, Florida 33602

The mailing address of said corporation shall be:

Same

The name and street address of the Initial Registered Agent of this corporation is:

Olga Kuznetsov
901 N. Franklin Street
Tampa, Florida 33602

ARTICLE V CAPITAL STOCK

The corporation is authorized to issue One Hundred (100) shares of Common Stock which shall be designated "Common Shares". All or any part of said shares may be issued by this corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have three director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of this corporation are as follows:

Robert Kourmakaev, President
3450 Palencia Dr. Tampa, Florida 33618
Vlad Kuznetsov, Vice President
801 Booker Village Cir. Lutz, Florida 33549
Olga Kuznetsov, Secretary
801 Booker Village Circle Lutz, Florida 33549

ARTICLE VII INCORPORATORS

The name(s) and address(es) of the incorporator(s) signing these Articles of Incorporation are as follows:

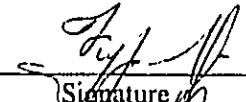
Robert Kourmakaev, President
3450 Palencia Dr. Tampa, Florida 33618
Vlad Kuznetsov, Vice President
801 Booker Village Cir. Lutz, Florida 33549
Olga Kuznetsov, Secretary
801 Booker Village Circle Lutz, Florida 33549

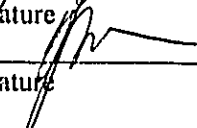
ARTICLE VIII INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes:


- (a) a director's duty of loyalty to the corporation or it's stockholders;
- (b) any acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
- (c) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation;
- (d) a transaction from which the director derived an improper personal benefit.

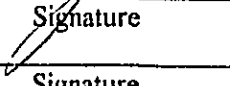
IN WITNESS WHEREOF, under penalty of perjury, the undersigned subscriber(s) have executed these Articles of Incorporation this 3 day of December 19 96.



Signature


Signature



Signature


Signature

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

POSITIVE VIRUS INC.

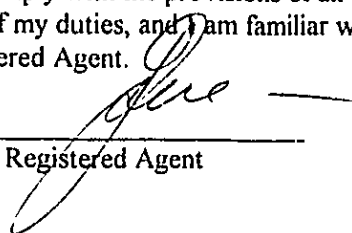
Pursuant to the provisions of section 607.0501 or 617.0501 Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office in the State of Florida.

The name and address of the of the Registered Agent and Office is as stated immediately below:

Olga Kuznetsov
901 N. Franklin Street
Tampa, Florida 33602

ACKNOWLEDGMENT

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, Olga Kuznetsov, hereby accept the appointment as Registered Agent and agree to act in this capacity. I, Olga Kuznetsov, 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.



Registered Agent

FILED
96 DEC -9 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/01/97

13:46

586-1071

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10/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

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((H97000016258 0))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: ARSENAULT & REARDON
CONTACT: JANET REARDON
PHONE: (813)584-1199

ACCT#: 075350000225

FAX #: (813)586-1071

NAME: POSITIVE VIRUS INC.

AUDIT NUMBER.....H97000016258

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....1

PAGES..... 1

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

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97 OCT -1 PM 2:02

DIVISION OF CORPORATIONS

FILED
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DIVISION OF STATE
TALLAHASSEE, FLORIDA

10-1-97
CHANGE

10-1-97

DL

09/30/97 15:23 813 586 1071

001/002

9/30/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

3:10 PM

((H97000016258 0))

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DIVISION OF CORPORATIONS

H97000016258

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION

POSITIVE VIRUS, INC.

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed December 9, 1996 Charter Number P96000099808.

FIRST: The name of the corporation is amended:

From: POSITIVE VIRUS INC.

To: PERFORMANCE NIGHTLIFE, INC.

SECOND: The amendment was adopted by the Board of Directors and Shareholders on the 29th day of September, 1997.

DATED: September 29, 1997.

POSITIVE VIRUS, INC.

By: [Signature]
BRIAN STORMAN, President/Director

ATTEST:

By: [Signature]
OLGA KUZNETSOV, Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared BRIAN STORMAN as President, and OLGA KUZNETSOV as Secretary as Secretary of POSITIVE VIRUS, INC., to me well known to be the persons who executed the foregoing Articles of Amendment to the Articles of Incorporation on behalf of the Corporation. They are personally known to me.

29th In Witness Whereof, I have hereunto set my hand and seal this day of September, 1997.

H97000016258
KENNETH G. ARSENAULT, JR., Esq.
10225 Ulmerton Rd., Ste. 2
Largo FL 33771 813-584-1199
FBN: 264334

[Signature]
Notary Public
My Commission Expires:

