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FILED
MAR 17 AM 12:15
TALLAHASSEE, FLORIDA

March 13, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

EXPIRATION DATE
3-13-97

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-03/17/97--01099--019
****122.50 ****122.50


Re: Thunderbirds of Fort Lauderdale, Inc.

Dear Sir:

Enclosed please find articles of incorporation for filing. A check in the sum of \$122.50 representing the filing fee plus the cost of a certified copy of the articles is enclosed.

Your cooperation regarding the above is appreciated.

Sincerely,


Steve Goerke

P. CRUZ

MAR 21 1997

EFFECTIVE DATE
3-13-97

ARTICLES OF INCORPORATION

OF

THUNDERBIRDS OF FORT LAUDERDALE, INC.

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TALLAHASSEE, FLORIDA

ANDREW HOCHSTADT, the undersigned, hereby makes, subscribes, acknowledges and files these Articles for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be THUNDERBIRDS OF FORT LAUDERDALE, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of operating a private club and/or transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE III - CAPITAL STOCK

The capital stock of this corporation shall consist of One Hundred (100) shares of common stock of one (\$1.00) par value, fully paid and non-assessable.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office of this corporation shall be located at 5740 Hollywood Boulevard, Suite 300, Hollywood, Florida 33021, and the name of the initial Registered Agent of this corporation at said address shall be STEVEN GOERKE, ESQ.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall initially have one director: ANDREW HOCHSTADT, 642 NE 16th Street, Fort Lauderdale, Florida 33304.

ARTICLE VI - SPECIAL PROVISIONS

The following special provisions shall govern this

corporation:

A. The time and place of the annual shareholders' meeting shall be fixed and provided for in the by-laws, and notice of same shall be given in one of the methods provided by law. Any shareholder may waive notice of the time, place and purpose of any meeting either before, at or after such meeting.

B. There shall be a President and Secretary of this corporation, and such assistants as the shareholders may, by resolution determine to be necessary and/or as provided by the by-laws. Any person may hold two or more offices. The shareholders may, at any time, by majority vote at a duly-called and noticed meeting declare any office vacant or remove any officer and elect a successor thereto.

C. The officers may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.

D. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

E. No contract or other transaction between the corporation and any other corporation, in the absence of fraud shall be affected or invalidated by the fact that any officer or officers of the corporation is a party or parties to or interested in such person or persons, firm or corporation, and each and every person who may become an officer of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation which he may be in anywise interested.

ARTICLE VII- OFFICERS

The officers of the corporation who shall conduct the business of the corporation during the first year of its existence or until their successors are elected and qualified shall be: ANDREW HOCHSTADT, 642 NE 16th Street, Avenue, Fort Lauderdale, Florida 33304 - President and Secretary.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is ANDREW HOCHSTADT, 642 NE 16th Street, Avenue, Fort Lauderdale, Florida 33304.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in any manner now or hereafter prescribed by law, and all rights conferred on officers and shareholders herein are granted to this reservation.

ARTICLE X - COMMENCEMENT

This corporation shall commence its existence upon the execution of these Articles.

ARTICLE XI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be 1129-1131 NE 7th Avenue, Fort Lauderdale, Florida.


IN WITNESS WHEREOF, the undersigned incorporator, ANDREW HOCHSTADT, subscribed to these Articles of Incorporation this 13 day of March, 1997.


ANDREW HOCHSTADT

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority duly appointed to take acknowledgements, personally appeared Andrew Hochstadt, to me personally known or who produced _____ as identification, and who acknowledged before me that he executed the foregoing for the purposes therein expressed.

SWORN TO and subscribed before me this 13 day of March, 1997.



Notary Public

My commission expires:



STEVEN GOERKE
My Commission CC323492
Expires Oct. 14, 1997
Bonded by HAI
800-422-1555

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

THUNDERBIRDS OF FORT LAUDERDALE, INC. desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 5740 Hollywood Boulevard, Suite 300, Hollywood, Florida 33021, has named STEVEN GOERKE, ESQ., as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named 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 my duties.


STEVEN GOERKE, ESQ.

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CLERK OF STATE
TALLAHASSEE, FLORIDA