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Larry Capp
20622 NW 33 Court
Miami, FL 33056

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Please process the new filing.

If you have any questions

Call me, Dr. Larry Capp,

at 305-442-9800 or

305-228-2235.

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97 MAY 12 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL MAY 16 1997

ARTICLES OF INCORPORATION

for PARADISE ENTERTAINMENT CENTER, INCORPORATED

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

Article I- Corporate Name

The name of the corporation is Paradise Entertainment Center, Incorporated.

Article II- Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

Article III- Purpose

The corporation is 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- Capital Stock

The corporation is authorized to issue five hundred shares (500) of common stock at one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

Article V- Initial Registered Office and Agent

The principal office and mailing address of the corporation is:
PARADISE ENTERTAINMENT CENTER, INCORPORATED
2442 N.W. 175 Terrace
Miami, Florida 33056

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

Mr. Terrance Wright
2442 N.W. 175 Terrace
Miami, Florida 33056

Article VI- Initial Board of Directors

The corporation shall have five (5) directors initially. The number of directors may be either increased or diminished by amending the By-laws, but shall never be less than three (3). The names and addresses of the initial directors of the corporation are as follows:

Mr. Terrance Wright, 2442 N.W. 175 Terrace, Miami, Fl. 33056
Dr. Larry Capp, 20622 N.W. 33 Court. Miami, Florida 33056
Mr. Carnell Sumner, 2442 N.W. 175 Terrace, Miami, Florida 33056
Ms. Stephanie Wright, 2442 N.W. 175 Terrace, Miami, Florida 33056
Mr. Derrick Wright, 2442 N.W. 175 Terrace, Miami, Florida 33056


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TALLAHASSEE, FLORIDA

Article VII- Incorporators

The name and address of the incorporator signing these Articles of Incorporation is as follows:

Mr. Terrance Wright, President
2442 N.W. 175 Terrace
Miami, Florida 33056

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of May, 1997.


Terrance Wright (Seal)

STATE OF FLORIDA)
COUNTY OF DADE)SS

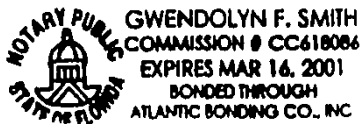
before me, A Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Mr. Terrance Wright, known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 7th day of May, 1997.

(Notary Seal)


(Notary Public, State of Florida)

My Commission expires:



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SEC. OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 48.091, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: PARADISE ENTERTAINMENT CENTER, INCORPORATED.

2. The name and address of the registered agent and office is:

Mr. Terrance Wright
(NAME)

2442 N.W. 175 Terrace
(P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33056
(CITY/STATE/ZIP)

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 HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I 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.

SIGNATURE

Terrance Wright

DATE

MAY 7, 1997