

CONTACT:

OFFICE USE ONLY Document #

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 681-6528

(Phone #)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

000002211740--2
-06/13/97--01079--001
*****70.00 *****70.00

1 Orchid, The Night Club Inc.
(Corporation Name) (Document #)

2 _____
(Corporation Name) (Document #)

3 _____
(Corporation Name) (Document #)

4 _____
(Corporation Name) (Document #)

RUSH

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUN 23 PM 4: 07

FILED

Walk In

Pick Up Time

Mail Out

Will Wait

Photocopy

Certified Copy

Certificate of Status

Certificate of Good Standing

ARTICLES ONLY

ALL CHARTER DOCS

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

R.A. Hunt Sig

97 JUN 13 PM 1:05

RECEIVED

HOLD FOR PICKUP BY UCC SERVICES

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1997

UCC FILING & SEARCH SERVICES
526 EAST PARK AVENUE
TALLAHASSEE, FL 32301

SUBJECT: ORCHID, THE NIGHT CLUB, INC.
Ref. Number: W97000013966

We have received your document for ORCHID, THE NIGHT CLUB, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 297A00031983

corrected
6.23.97

RECEIVED
97 JUL 23 PM 3:17
DIVISION OF CORPORATION

FILED

97 JUN 23 PM 4:07

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
ORCHID, THE NIGHT CLUB, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be:
ORCHID, THE NIGHT CLUB, INC.

ARTICLE II

EXISTENCE

This corporation shall commence existence upon:
The filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation and its objects and powers shall be as follows:

To transact any and all lawful businesses under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

a. The aggregate number of shares which this corporation shall have the authority to issue is the total sum of TWO HUNDRED (200) shares, having an individual par value of TEN (\$10.00) Dollars per share.

b. The capital stock may be paid for in property, labor, services or cash.

c. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than Two Hundred (\$200.00) Dollars.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

Registered Office: 1699 S. Federal Highway, Boca Raton, Florida 33432

Registered Agent: Gerald J. D'Ambrosio

ARTICLE VII

ADDRESS

a. The principal office of this corporation shall be at:

1699 S. Federal Highway
Boca Raton, Florida 33432

b. This corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principal offices to any other address or place in Florida. Said corporation shall have the power to conduct its business outside the State of Florida, or in any and all of the several States and Territories of the United States, including the District of Columbia, and any and all foreign countries and may have one or more offices in any of said places.

ARTICLE VIII

INCORPORATOR

NAME: GERALD J. D'AMBROSIO

ADDRESS: 1699 S. Federal Highway
Boca Raton, FL 33432

ARTICLE IX

The names and addresses of the initial officers and/or directors of the corporation are:

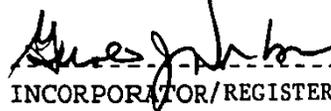
ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent of the law now or hereafter permitted.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12 day of ~~April~~, 1997.

June



INCORPORATOR/REGISTERED AGENT

Gerald J. D'Ambrosio

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 607.34, Florida Statutes, the following is submitted, in compliance with said Act:

First, that ORCHID, THE NIGHT CLUB, INC.
desiring to organize under the laws of the State of Florida,
with its principal office , as indicated in the Articles of
Incorporation at the city of Boca Raton, County of Palm
Beach, State of Florida has named Gerald J. D'Ambrosio,
located at 1699 S. Federal Highway, Suite 3B, Boca Raton, FL
33432 as its agent to accept service of process within this
state.

ACKNOWLEDGMENTS:

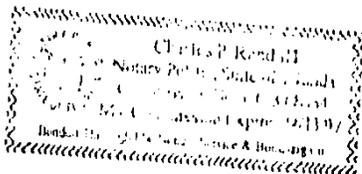
Having been named to accept service of process for the
above corporation at the place designated in this
certificate, I hereby accept to act in this capacity and do
agree to comply with the provisions of said Act relative to
keeping open said office.

SEE PREVIOUS PG. FOR SIGNATURE
REGISTERED AGENT
GERALD J. D'AMBROSIO

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a notary public authorized to take
acknowledgments in the state and county set forth above,
personally appeared GERALD J. D'AMBROSIO and known by me to
be the person who executed the foregoing Articles of
Incorporation, and that he acknowledged before me that he
executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereto set my hand and
affixed my seal in the state and county aforesaid, this
12 day of ~~April~~ June, 1997.



CLP
Notary Public, State of
Florida at Large
My commission expires:

FILED
97 JUN 28 11 4: 0
STATE OF FLORIDA