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FROM

RICHARD L. WHITSITT CPA
2454 PRETTY BAYOU BLVD.
PANAMA CITY, FL 32405

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

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
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	Reinstatement
	Trademark
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~~FILED~~ OCT 15 1997

ARTICLES OF INCORPORATION
OF
BAMBI'S DOLL HOUSE, INC.

FILED
91 OCT 14 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation hereby subscribe to and form a corporation for profit under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is BAMBI'S DOLL HOUSE, INC.

ARTICLE II
NATURE OF BUSINESS

The general nature of business to be conducted by this corporation shall be entertainment and the retail sale of food and beverages; however, the corporation shall also have power to do all things that now are or may hereafter be allowed to corporations by the laws of Florida even though the existing law may hereafter be repealed.

ARTICLE III
DURATION

This corporation shall have perpetual existence and shall commence on January 1, 1998.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue five hundred thousand

shares (500,000) of Common stock, each having the par value of one cent (\$0.01) per share.

ARTICLE V
PRINCIPAL OFFICE

The initial street address of the principal office of this corporation is to be:

2915 E. Business HWY 98
Panama City, FL 32401

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2915 E. Business HWY 98, Panama City, Bay County, Florida 32401, and the name of the initial registered agent of this corporation at that address is Lenny Grateful.

ARTICLE VII
BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one or more than five.

The name and address of the initial director of this corporation is:

Lenny Grateful
2915 E. Business HWY 98

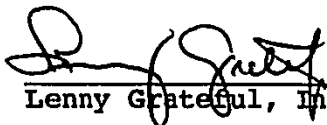
ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Lenny Grateful, 2915 E. Business HWY 98, Panama City, FL 32401.

ARTICLE IX
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 6th day of October, 1997.

 (SEAL)
Lenny Grateful, Incorporator

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME personally appeared Lenny Grateful, to me well known, and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and after first being duly sworn and cautioned, states that he has read the foregoing and that he executed the same for the purposes herein expressed.


Richard L. Whitsitt, NOTARY PUBLIC



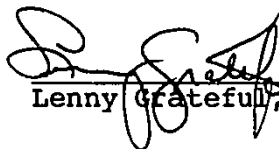
RICHARD L. WHITSITT
COMMISSION # CC 390314
EXPIRES SEP 24, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
FOR
BAMBI'S DOLL HOUSE, INC.

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

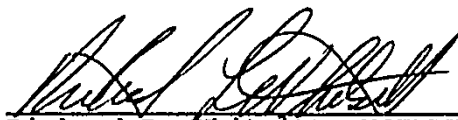
That, BAMBI'S DOLL HOUSE, INC, desiring to organize and
qualify under the laws of the State of Florida, with its
principal place of business at 2915 E. Business HWY 98, Panama
City, Bay County, Florida 32401 has named Lenny Grateful, whose
address is 2915 E. Business HWY 98, Panama City, Bay County,
Florida 32405, as its agent to accept service of process within
Florida.

Dated this 6th day of October, 1997.


Lenny Grateful, Director

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME personally appeared Lenny Grateful, to me well
known, who, after first being duly sworn and cautioned, states
that he has read the foregoing and that it is true and correct
to the best of his knowledge and belief and that he is signing
the same as Director of BAMBI'S DOLL HOUSE, INC.


Richard L. Whitsitt, NOTARY PUBLIC

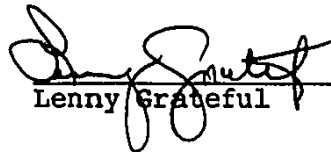


RICHARD L. WHITSITT
COMMISSION # CC 399314
EXPIRES SEP 24, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT
OF
BAMBI'S DOLL HOUSE, INC.

The undersigned employee of BAMBI'S DOLL HOUSE, INC, a corporation organized under the laws of the state of Florida, and having its principal place of business at 2915 E. Business HWY 98, Panama City, Bay County, Florida 32401, on behalf of BAMBI'S DOLL HOUSE, INC., hereby accepts the designation by himself as the registered agent pursuant to Chapter 60, Florida Statutes.


Dated this 6th day of October, 1997.


Lenny Grateful

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97 OCT 14 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 6th day of October, 1997, by Lenny Grateful who is personally known by me, and who acknowledged that he executed the same for the purpose herein expressed.


Richard L. Whitsitt, NOTARY PUBLIC



RICHARD L. WHITSITT
COMMISSION # CC 399314
EXPIRES SEP 24, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.