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October 17, 1997

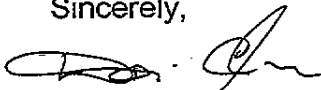
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Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

RE: ARTICLES OF INCORPORATION
STUDIO 54, INC.

Enclosed are the original articles, a copy of the original articles, and a money order in the amount of \$122.50 to cover the various fees for recording the articles of incorporation for the above named corporation. Please return a certified copy of the articles to the corporate address. If there are any questions pertaining to this matter, please call Donnie Clark at (561) 467-2470.

Sincerely,



Donnie Clark

FILED
98 MAR 30 PM 3:30
SEC. OF STATE
TALLAHASSEE, FLORIDA

B. BROCK APR 1 1998

ARTICLES OF INCORPORATION
OF
STUDIO 54, INC.

FILED
98 MAR 30 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

ARTICLE I NAME

The name of the corporation shall be STUDIO 54, INC.

ARTICLE II PURPOSE

This corporation is organized for the purpose of engaging in any lawful activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III DURATION

This corporation shall have perpetual existence commencing on the date of recording of these Articles of Incorporation.

ARTICLE IV STOCK

The amount of capital stock authorized for the corporation is a maximum (1,000) one thousand shares of common stock having a par value of \$1.00 per share. The stock of this corporation shall be so assigned, issued and transferred only in accordance with such by-laws as the corporation shall from time to time make, change or alter with a lien reserved in favor of the corporation upon all of its capital stock for any indebtedness which may at any time be due by the holder of the same unto the company.

ARTICLE V ADDRESS

The principal place of business of said corporation is, 910 North 25th Sstreet, Fort Pierce, Florida 34950, with the privilege of having branch offices at other places within or without the State of Florida as may be designated.

ARTICLE VI REGISTERED AGENT

The name of the initial registered agent of the corporation is THRESA ROGERS, and the street address of the initial registered office of the corporation is 910 North 25th Street, Fort Pierce, Florida 34950.

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
THRESA ROGERS	910 North 25th Street, Fort Pierce, FL 34950

IN WITNESS WHEREOF, and for the purpose of forming the corporation under the laws of the State of Florida, I, the undersigned constituting the incorporator of this corporation, has executed these Articles of Incorporation, this 23rd day of February, 1998.



THRESA ROGERS

STATE OF FLORIDA
COUNTY OF ST LUCIE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the Sate of Florida and County of St. Lucie, to take

acknowledgments, personally appeared: THRESA ROGERS, to me known to be the person subscribing to the foregoing Articles of Incorporation, who, being first duly sworn, acknowledged that she executed such instrument for the purposes therein expressed.

WITNESS my hand and seal at St. Lucie County, Fort Pierce, Florida, this 23rd day of February, 1997.



My Commission Expires:

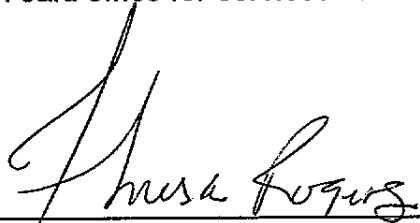
Notary Public
State of Florida



JOYCE R. WEATHERS
MY COMMISSION # CC459086 EXPIRES
May 3, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 607, Florida Statutes, relative to keeping open said office for services of process.



THERESA ROGERS

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98 MAR 30 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA