

P980000066 116

Mario A. Cervantes  
3800 S.W. 34<sup>th</sup> Street  
Apt #R 158  
Gainesville, FL 32608  
352-378-5613

FILED  
98 JUL 24 PM 3:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

July 15, 1998

600002597696--4  
-07/24/98--01064--005  
\*\*\*\*122.50 \*\*\*\*122.50

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

RE: Doughboy Nightlife Alliance, Inc.

Dear Sir/Madam:

Enclosed please find an original and a copy of Articles of Incorporation for Doughboy Nightlife Alliance, Inc., and our check for \$122.50.

Please send me back a copy of the filed Articles of Incorporation as soon as possible.

Thank you for your attention to this matter.

Sincerely,



Mario A. Cervantes

Mario GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT articles  
DATE 7/28/98  
DOC. EXAM [Signature]

2841 SW 13th St  
B-C apt 312  
Gainesville, FL 32608

W.17096

7/28/98

**ARTICLES OF INCORPORATION  
OF  
DOUGHBOY NIGHTLIFE ALLIANCE, INC.**

FILED

98 JUL 24 PM 3:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby associate myself for the purpose of becoming incorporated under the laws of the State of Florida, and do hereby adopt the following:

**ARTICLES OF INCORPORATION**

**ARTICLE I**

The name of the corporation shall be:

**DOUGHBOY NIGHTLIFE ALLIANCE, INC.**

**ARTICLE II**

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

A. To provide promotions/entertainment.

B. To lend money and negotiate loans, and generally to carry on, conduct, promote, operate and undertake any business transaction or operation commonly carried on, conducted, promoted, operated or undertaken by capitalists financiers, contractors and builders, insurance brokers and agents, loan brokers and agents, real estate agents, brokers dealers, subdividers, promoters, and security brokers and agents; to lend and advance money or give credit to such persons, or firms, and on such terms as may seem expedient, but nothing herein contained shall be construed to give this corporation banking powers.

C. A general real estate agency and brokerage business, to act as agent, broker or attorney in fact for any persons or corporations in buying, selling and dealing in real property and any and every state and interest therein, and chooses in action secured thereby, judgments resulting therefrom, and other personal property collateral thereto, in making or obtaining loans upon such property, in supervising, managing and protecting such property and loans and all interest in and claims affecting the same, in effecting insurance against fire and all other risks thereon, and in managing and conducting any legal actions, proceeding and business relating to any of the purposes herein mentioned or referred to; to register mortgages and deeds of trust or real property or chattels real and all other securities collateral thereto; to investigate and report upon the credit and financial solvency and sufficiency of borrowers and sureties upon such securities to purchase and hold real property and any and every state and interest therein, and choosers in action secured thereby, judgments resulting therefrom, and other personal property, collateral thereto; to improve, manage operate, sell, mortgage, lease and otherwise dispose of any property so acquired; to loan upon such property and to take mortgages and assignments of mortgages of the same; and to transact all or any other business which may be necessary or incidental or proper to the exercise of any or all of the aforesaid purposes of the corporation.

D. To conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and classes of buildings and improvements of any kind and nature, whatsoever, including the building, rebuilding, altering, repairing or improvement of houses, factories, buildings, works or erections of every kind and description whatsoever, including the locating, laying out and constructing of roads, avenues, docks, slips, sewers, bridges, wells, walls, canals, railroads or street railways,

power plants, and generally in all classes of buildings, erections, and works, both public and private, or integral parts thereof, and generally to do and perform any and all works as builders and contractors, and with that end in view to solicit, obtain, make, perform, and carry out contracts covering the building and contracting business and the work connected therewith.

E. To manufacture, buy, sell, trade, and deal in all and every kind of material product, manufactured or unmanufactured, iron, steel, wood, brick, cement, granite, tone, and other products and materials, including the quarrying of stone, to buy, acquire, hold, use, employ, mortgage, convey, lease and dispose of patent rights, letter patent, process, devices, inventions, trademarks, formulas, goodwill, and other rights; to take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property or any interest or rights therein without limit as to the amount; to lend money or bonds secured by mortgage and recall property and to make advances from time to time on bonds secured by mortgage for future advance on real estate, but nothing herein set forth shall give or be construed to give said corporation any banking powers.

F. To purchase, acquire, hold, and dispose of stocks, bonds and other obligations including judgments, interest, accounts or debts of any corporation, domestic or foreign, owing or controlling any articles which are or might be or become useful in the business of this company, and to purchase, acquire, hold and dispose of stocks, bonds, or other obligations including judgments, interest, accounts, or debts of any corporation, domestic or foreign, engaged in a business similar to that of this company, or engages in the manufacture, use or sale of property, or in the construction or operation of works necessary or useful in the business of this company, or in which, or in connection with which, the manufactured articles, product or

property of this company used, or of any corporation with which this corporation is or may be authorized to consolidate according to law, and this company may issue in exchange therefore the stock, bonds, or other obligations of this company.

G. To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights, or privileges suitable or convenient for any of the purposes of this business, and to purchase, acquire, erect and construct, make improvement of buildings or machinery stores or works, insofar as the same may be appurtenant to or useful for the conduct of the business as above specified, but only to the extent to which the company may be authorized by the statutes under which it is organized.

H. To acquire and carry on all or any part of the business or property of the company engaged in a business similar to that authorized to be conducted by this company, or with which this company is authorized under the laws of this state to consolidate, or whose stock the company under the laws of this state and the provisions of this certificate is authorized to purchase and to undertake in conjunction therewith, any liabilities of any person, firm association or company described as aforesaid, possessing of property suitable for any of the purposes of this company, or for carrying on any business which this company is authorized to conduct, and as for the consideration for the same to pay cash or to issue shares, stocks and obligations of this company.

I. To purchase, subscribe for or otherwise acquire and to hold the shares, stocks or obligations of any company organized under the laws of this state or of any other state, or of any territory of the United States, or of any foreign country, and to sell or exchange the same, or upon the distribution of assets or division of profits, to distribute any such shares, stocks, or obligations or proceeds thereof among the stockholders of this company.

J. To borrow or raise money for any purposes of the company, and to secure the same and interest, or for any other purpose, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

K. To guarantee the payment of dividends or interest on any shares, stocks, debentures or other securities issued by, or any other contract or obligations of any corporation described as aforesaid, whenever proper or necessary for the business of the company, and provided the required authority to be first obtained for that purpose, and always subject to the limitations herein prescribed.

L. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in, and with goods, wares, merchandise, real and personal property and services of every class, kind and description, except that it is not to conduct a safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefits society, state fair or exposition.

M. The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

N. And further, to do so and perform and cause to be done or performed each and all of the acts and things above enumerated, any and all other acts and things insofar as the same may be incidental to or included in any or all of the general powers given. The said corporation may perform any part of its business outside the State of Florida, in other states or colonies of the

United States, and in foreign countries.

### **ARTICLE III**

The maximum number of shares of stock of this corporation shall be One Hundred (100) shares, the said shares having a par value of One (\$1.00) Dollar each and to be fully paid and non-assessable, all of which shall become common stock, and the same shall be issued and sold for such consideration as may be fixed by the Board of Directors thereof. Said shares of stock shall be issued, sold or transferred only in accordance with the By-Laws of the corporation.

### **ARTICLE IV**

The amount of capital with which the corporation shall begin business shall be One Hundred (\$100.00) Dollars.

### **ARTICLE V**

The principal place of business of this corporation shall be 2841 S.W. Bldg. C, Apt 312, Gainesville, Florida 32608. The said corporation shall have full power and authority to transact business and to establish offices and agencies in such other places, both within and without the State of Florida, and in foreign countries, as its Board of Directors may authorized.

### **ARTICLE VI**

The business of the corporation shall be conducted by a Board of Directors consisting of Three.

### **ARTICLE VII**

This corporation shall have perpetual existence.

### ARTICLE VIII

The names and addresses of the officers and First Board of Directors of this corporation, who shall hold office for the first year of its existence, or until their successors are elected and qualified are as follows:

Mario Alberto Cervantes	-	President/Treasurer
Erick Jesus Garcia	-	Vice President
Steven Michael Diaz	-	Secretary

### ARTICLE IX

The names and addresses of the subscribers to the Certificate of Incorporation and the number of shares of capital stock each agrees to take are as follows:

Mario Alberto Cervantes	-	33 shares	2841 SW 13th St. B-C Apt. 312 Gainesville, FL 32608
Erick Jesus Garcia	-	33 shares	
Steven Michael Diaz	-	33 shares	


Proceeds of which will amount to at least One Hundred (\$100.00) Dollars.

IN WITNESS WHEREOF, the Incorporators have hereunto set their hand and seals, this

23 day of July 1998.

I ACCEPT DESIGNATION AS REGISTERED AGENT

  
Mario Alberto Cervantes, Registered Agent

  
Erick Jesus Garcia  
Registered Office  
address is:  
2841 SW 13th St.  
B-C Apt. 312  
Gainesville, FL  
32608

  
Steven Michael Diaz

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUL 24 PM 3:20

FILED



STATE OF FLORIDA)

COUNTY OF ~~DADE~~ Alachua

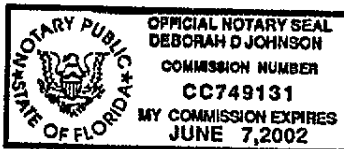
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, to me well known to be the persons described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed same freely and voluntarily.

WITNESS my hand and seal this 23 day of July 1998.

Personally Known to me  
I.D. Produced FL Driver's Lic

Deborah D. Johnson  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



FILED  
98 JUL 24 PM 3:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA