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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN, P.A.  
CONTACT: BEVERLY O RIEDY  
PHONE: (305)372-5000

ACCT#: 076030000723

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NAME: LE CABARET OF SOUTH BEACH, INC.

AUDIT NUMBER.....H98000014309

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0 PAGES..... 4

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FA#: H98- 14309

**ARTICLES OF INCORPORATION OF  
LE CABARET OF SOUTH BEACH, INC.**

**ARTICLE I  
NAME**

The name of the Corporation is LE CABARET OF SOUTH BEACH, INC.

**ARTICLE II  
DURATION**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III  
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

**ARTICLE IV  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the corporation is: 1428 Brickell Avenue, Suite 600, Miami, Florida 33131.

**ARTICLE V  
CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

NEISEN O. KASDIN, ESQUIRE  
1428 Brickell Avenue, 6th Floor  
Miami, Florida 33131  
Telephone: (305) 372-5000  
Florida Bar Number: 302783

FA#: H98-14309

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**ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of this Corporation is 1428 Brickell Avenue, 6th Floor, Miami, Florida 33131, and the name of the initial Registered Agent of this Corporation at that address is CHARLES SCHREINER.

**ARTICLE VII  
INCORPORATOR**

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

<u>Name</u>	<u>Address</u>
CHARLES SCHREINER	1428 BRICKELL AVENUE, 6TH FLOOR MIAMI, FLORIDA 33131

**ARTICLE VIII  
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE IX  
AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

FA#: H98- 14309

**ARTICLE X  
OFFICERS**

The following shall be the sole officer of the Corporation:

President/Secretary/Treasurer - CHARLES SCHREINER

**ARTICLE XI  
DIRECTORS**

The following shall be the sole director of the Corporation:

Director - CHARLES SCHREINER

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7 day of 29, 1998.

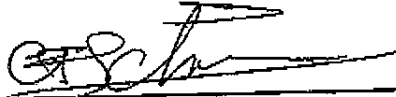
  
\_\_\_\_\_  
CHARLES SCHREINER

FA#: H98-14309

**CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR SERVICE OF PROCESS  
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT  
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA STATUTES,  
THE FOLLOWING IS SUBMITTED:

THAT LE CABARET OF SOUTH BEACH, INC., DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED CHARLES  
SCHREINER LOCATED AT 1428 BRICKELL AVENUE, 6TH FLOOR, MIAMI, DADE  
COUNTY, FLORIDA, 33131, ITS REGISTERED AGENT TO ACCEPT SERVICE OF  
PROCESS WITHIN THE STATE OF FLORIDA.



CHARLES SCHREINER

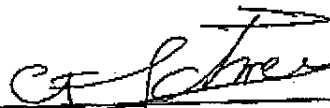
Incorporator  
TITLE

CI

DATE

7/29/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT, AND I FURTHER AGREE  
TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER  
AND COMPLETE PERFORMANCE OF MY DUTIES.



CHARLES SCHREINER

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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