

9/08/98

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FLORIDA DIVISION OF CORPORATIONS  
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FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

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NAME: PRETTY WOMEN, INC.

AUDIT NUMBER.....H98000016636

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

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

September 8, 1998

EMPIRE

SUBJECT: PRETTY WOMEN, INC.  
REF: W98000020395

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

THE NAME CONFLICT IS PRETTY WOMAN A TRADEMARK. T15006

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Neysa Culligan  
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ARTICLES OF INCORPORATION  
OF  
PRETTY WOMEN CABARET, INC.

*These Articles are in compliance with Chapter 607, F.S.*

Article I

The name of this corporation shall be:  
PRETTY WOMEN CABARET, INC.

Article II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

Article III

The principal place of business and mailing address of this corporation shall be: 3187 W. BUENA VISTA DRIVE  
MARGATE, FL 33063

Article IV

The general nature of business of this corporation is to transact any and all lawful business.

Article V

The number of shares which this corporation shall have authority to issue is 10,000 shares, having an individual par value of \$1.00

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 VI

The name and street address of the initial Registered Agent of this corporation shall be: CHARLES M. DEMOS  
16211 N.E. 12TH AVENUE  
NORTH MIAMI BEACH, FL 33162

RAY STORMONT  
EMPIRE CORPORATE KIT COMPANY  
1492 West Flagler Street #200  
Miami, Florida 33135-2208  
(305) 541-3684

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Article VII

The initial board of Directors shall consist of a total of 1 person(s) and the name and address of the person(s) who are to serve as an initial director(s)

NATALIA FERNS  
PRES./VICE-PRES.  
SEC./TREAS.

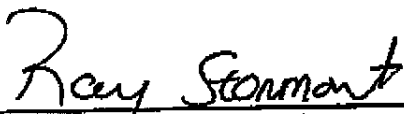
3187 W. BUENA VISTA DRIVE  
MARGATE, FL 33063

Article VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.  
1492 WEST FLAGLER STREET #200  
MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this 8TH day of SEPTEMBER, 1998.

  
\_\_\_\_\_  
Incorporator  
Ray Stormont, President  
Signing for  
Empire Corporate Kit of America, Inc.

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits, organized under the statement in designating the registered office/registered agent, in the state of Florida.

First that PRETTY WOMEN CABARET, INC.  
(Name of Corporation)  
desiring to organize under the laws of the State of FLORIDA  
(Florida)  
with its principal office, as indicated in the articles of  
incorporation has named CHARLES M. DEMOS  
(Name of Registered Agent)  
located at 16211 N.E. 12 AVENUE  
City of NORTH MIAMI BEACH County of DADE  
(City) (County)

State of Florida, as its agent to accept service of process within this state.

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

SIGNATURE

*Charles M. Demos*  
Registered Agent

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