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IVAN A. GOMEZ, P.A.

COURVOISIER CENTRE II  
601 BRICKELL KEY DRIVE • SUITE 507  
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IVAN A. GOMEZ  
BOARD CERTIFIED TAX ATTORNEY

October 7, 1998

AIRBORNE EXPRESS # 3428016885

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, FL 32301

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-10/08/98-01081-007  
\*\*\*\*122.50 \*\*\*\*78.75

Re: TNR Nightclub, Inc.

Dear Sir/Madam:

We are enclosing herewith an original and one copy of the Articles of Incorporation for the above-referenced Corporation. In addition, a check in the sum of \$122.50 is enclosed for the following fees:

Filing fee	\$35.00
Certified Copy	\$52.50
Registered Agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the attention of the undersigned.

In order to expedite the delivery of this certified copy to me, we have enclosed a Airborne Express return envelope.

Your prompt attention to this matter is appreciated.

Very Truly Yours,

Ivan A. Gomez

⑤  
Dmc  
10/9/98

IAG/lc  
TNRNight\Filing.L  
Encls.

cc: Mr. Timothy Acosta

FILED  
98 OCT -8 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
TNR NIGHTCLUB, INC.  
a Florida Corporation

FILED  
98 OCT -8 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation"), under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is TNR NIGHTCLUB, INC.

ARTICLE II

OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the Corporation is c/o Ivan A. Gomez, P.A., 601 Brickell Key Drive, Suite 507, Miami, Florida 33131.

ARTICLE III

DURATION

The Corporation shall have perpetual existence.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be

incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 601 Brickell Key Drive, Suite 507, Miami, Florida 33131, and the name of the initial Registered Agent of the Corporation at that address is Ivan A. Gomez, P.A.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be fewer than one (1). The names and addresses of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Timothy Acosta	122 Valencia Drive Miami, Florida 33036
Robyn Orta	8732 N.W. 141st Terrace Miami, Florida 33016

ARTICLE VII

INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Ivan A. Gomez, P.A.	601 Brickell Key Drive Suite 507 Miami, Florida 33131

ARTICLE VII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 16th day of OCTOBER, 1998.

IVAN A. GOMEZ, P.A.

By:   
Ivan A. Gomez, President  
Incorporator

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

The undersigned hereby accepts the appointment as the initial Registered Agent of TNR NIGHTCLUB, INC., as made in the foregoing Articles of Incorporation.

Date: 10/7/98

IVAN A. GOMEZ, P.A.

By:   
Ivan A. Gomez, President

FILED  
98 OCT -8 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA