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TERESA98 FLORIDA DIVISION OF CORPORATIONS
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((H98000022303 5)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: 220 DANCE CLUB, INC. AUDIT NUMBER.....H98000022303 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
PAGES..... 4 CERT. COPIES.....0 DEL.METHOD.. FAX EST.CHARGE..
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1. - NAME

220 DANCE CLUB, INC.

ARTICLE 2. - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

220 Commerical Blvd.
Lauderdale by the Sea, FL 33308

ARTICLE 3. - SHARES

This corporation is authorized to issue 100 shares of \$1.00 par common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

Articles prepared by:
FRANK A. COLANGELO
7300 W. McNab Road
Suite 211
Tamarac, FL 33321
(954) 718-8572

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ARTICLE 4. - INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is:

James H. Nowack
220 Commerical Blvd.
Lauderdale by the Sea, FL 33308

ARTICLE 5. - INCORPORATORS

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

James H. Nowack
220 Commerical Blvd.
Lauderdale by the Sea, FL 33308

ARTICLE 6. - OFFICERS

The name of the initial officer to these Articles of Incorporation:

James H. Nowack, President
220 Commerical Blvd.
Lauderdale by the Sea, FL 33308

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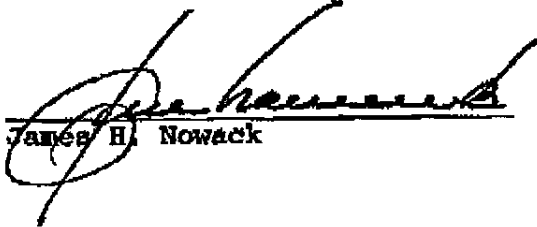
ARTICLE 7. - DIRECTORS

The name of the initial director to these Articles of Incorporation is:

James H. Nowack
220 Commerical Blvd.
Lauderdale by the Sea, FL 33308

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

DATED: 11-30-98


James H. Nowack

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501,
FLORIDA STATUS, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

220 DANCE CLUB, INC.

2. THE NAME OF THE REGISTERED AGENT AND OFFICE IS:

James H. Nowack
220 Commerical Blvd.
Lauderdale by the Sea, FL 33308

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 THIS 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.

 11-30-98
SIGNATURE, REGISTERED AGENT

James H. Nowack
220 Commerical Blvd.
Lauderdale by the Sea, FL 33308

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