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*Dominique Rihs, Attorney at Law*  
*5131 Sunberry Court*  
*Naples, Florida 34104-4731*  
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*(941) 643-5149 Fax*

EFFECTIVE DATE  
1-6-99

VIA FEDERAL EXPRESS

January 6, 1999

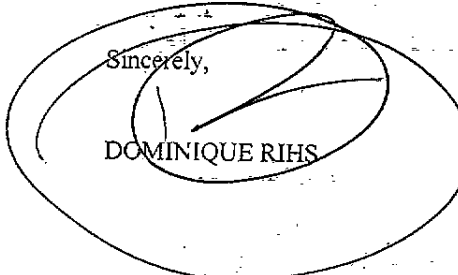
FLORIDA DEPARTMENT OF STATE  
CORPORATE FILINGS  
P.O. Box 6327 or 409 E. Gaines St. (32399)  
Tallahassee, FL 32314

100002733521--4  
-01/07/99-01077--008  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: INCORPORATION OF IRENE'S GERMAN BOOKIE, INC.

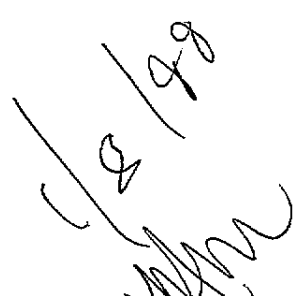
Dear Clerk:

Please find enclosed one original & one copy of the Articles of the above corporation for filing purposes along with check of \$70.00 for filing fee, PLUS \$8.50 for a certificate of good standing. If you should have any questions, please do not hesitate to contact my office.

Sincerely,  
  
DOMINIQUE RIHS

Enclosures as stated

FILED  
99 JAN -7 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1/8/99  


EFFECTIVE DATE  
1-6-99

ARTICLES OF INCORPORATION  
OF IRENE'S GERMAN BOOKIE, INC.

These Articles of Incorporation are made & subscribed for the purposes of organizing a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of the corporation is: IRENE'S GERMAN BOOKIE, INC.

ARTICLE II -- PURPOSE

This corporation is organized for all purposes that are legal in the State of Florida or the United States.

ARTICLE III- CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock, par value of One Dollar (\$1.00) per share & capital contributions as the directors shall from time to time determine..

ARTICLE IV-INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 5131 Sunbury Court, Naples, Florida 34104 & the name of the initial Registered agent of this corporation at that address is DOMINIQUE RIHS.

ARTICLE V - CORPORATION'S PRINCIPAL OFFICE

This corporation's principal office and mailing address are: 3090 Tamiami Trail North, Naples, Florida 34103.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the stockholders, but shall never be less than one. The name and address of the initial Board of Directors of the corporation are:

IRENE SCHNUR at 3090 Tamiami Trail North, Naples, Florida 34103

RAINER KITTELMANN at 1655 James Avenue, Suite 107, Miami Beach, Florida 33139

ARTICLE VII- INCORPORATE

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

IRENE SCHNUR with address of 3090 Tamiami Trail North, Naples, Florida 34103.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders and action must be approved by a majority vote of the shareholders.

FILED  
99 JAN - 7 PM 12:39  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ARTICLE IX- DURATION

The existence of this corporation shall commence on the date of subscription and acknowledgement of these Articles & shall be perpetual.

ARTICLE X- AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation or any amendment hereto in the manner now or hereafter prescribed by law, and any right conferred upon the stockholders is subject to this reservation.

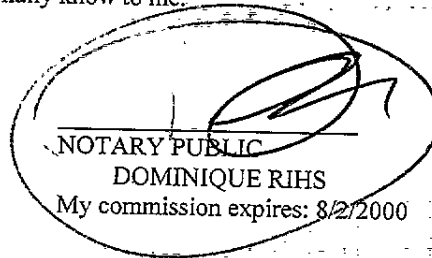
IN WITNESS WHEREOF, the undersigned subscriber has executed these ARTICLES OF INCORPORATION this 6th day of January, 1999.

  
IRENE SCHNUR

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 6th day of January, 1999 by IRENE SCHNUR on behalf of the corporation. She is personally known to me.

SEAL



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR

IRENE'S GERMAN BOOKIE, INC.

SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT

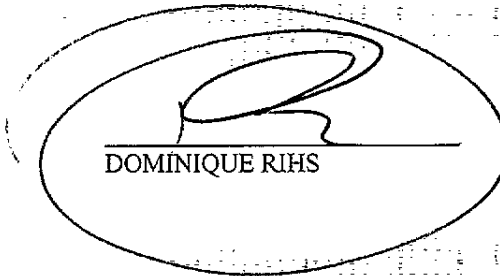
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First-- That IRENE'S GERMAN BOOKIE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Naples, County of Collier, State of Florida, has named DOMINIQUE RIHS located at 5131 Sunbury Court, Naples, Florida as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



DOMINIQUE RIHS

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 6th day of January, 1999, by DOMINIQUE RIHS on behalf of the corporation. She is personally known to me. OR provided her drivers license as ID.

(SEAL)



LOUISE D. EMMERT  
COMMISSION # CC 529372  
EXPIRES FEB 01, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:

FILED  
99 JAN - 7 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA