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FLORIDA PROFIT CORPORATION OR P.A.

JULIANO'S BALLROOM, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION**  
**OF**  
**JULIANO'S BALLROOM, INC.**

THE UNDERSIGNED SUBSCRIBERS (INCORPORATORS) to these Articles of  
Incorporation, desiring to organize a corporation for the purposes hereinafter stated, pursuant to  
the Laws of the State of Florida, hereby certify as follows:

**ARTICLE I - NAME**

The name of this corporation is Juliano's Ballroom, Inc.

**ARTICLE II - DURATION**

This corporation is to exist perpetually.

**ARTICLE III - PURPOSE**

This corporation may engage or transact in any or all lawful activities or business permitted under  
the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue One Hundred shares of Ten Dollars (\$10.00) par value  
common stock.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class or  
series as that which he already holds shall have the right to purchase his pro rata share thereof (as  
nearly as may be done without issuance of fractional shares) at the price at which it is offered to  
others.

These Articles of Incorporation  
were prepared by Brent Probinsky, P.A.  
31 N. Krome Ave., Homestead, Florida 33030  
(305)247-7200 / FBN0. 357936

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation is 255 N.E. Third Drive, Homestead, Florida, 33030. The name of the initial registered agent of this corporation is Brent Probinsky, P.A., 31 North Krome Avenue, Homestead, Florida, 33030.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

Guadalupe Berrones Lopez      853 S.W. 2<sup>nd</sup> Street  
Florida City, Florida 33034

Richard Pineda      853 S.W. 2<sup>nd</sup> Street  
Florida City, Florida 33034

ARTICLE VIII - INCORPORATOR

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

Guadalupe Berrones Lopez      853 S.W. 2<sup>nd</sup> Street  
Florida City, Florida 33034

ARTICLE IX - POWERS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, to the full extent permitted by law.

ARTICLE XI - SHAREHOLDER AGREEMENT

The shareholders of this corporation may at any time from time to time enter into shareholder agreements not inconsistent with the powers of authority conferred by the law, but including provisions for cumulative voting for directors and/or any provision which by-law is required or

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permitted to be set forth in the by-laws of the corporation.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

Registered Agent. The initial resident agent for this corporation is Brent L. Probinsky, P.A., and initial resident office is 31 North Krome Avenue, Homestead, Florida 33030.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 5 day of March, 1999.

Guadalupe B. Lopez  
Guadalupe Berrones Lopez  
Subscriber

STATE OF FLORIDA )

COUNTY OF DADE )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, GUADALUPE BERRONES LOPEZ, to me well known to be the person who executed the foregoing Articles of Incorporation, and he acknowledges to me that he executed the same for the purposes therein stated.

SWORN TO AND SUBSCRIBED before me this 5th day of March, 1999.

Jesus M. Zayas  
Notary Public




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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept services of process for the above-styled corporation, at place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



Brent L. Probinsky, P.A.  
Registered Agent

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