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MICHAEL BRUCE COHEN, ESQ.
TWO DATRAN CENTER, SUITE 1910
9130 SOUTH DADELAND BOULEVARD
MIAMI, FLORIDA 33156
TEL: (305) 670-9919

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **Bikers Nest of Hollywood Inc.**

March 7, 1999

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above referenced corporation. Please file same and return a certified copy to my office at your earliest convenience. I have also included my firm's check payable to the Florida Department of State.

Thank you for your kind attention to this matter.

Very truly yours,



Michael B. Cohen

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99 MAR 29 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 17, 1999

MICHAEL BRUCE COHEN, ESQ.
9130 S DADELAND BLVD
SUITE 1910
MIAMI, FL 33156

SUBJECT: BIKERS NEST OF HOLLYWOOD INC.
Ref. Number: W99000006447

We have received your document for BIKERS NEST OF HOLLYWOOD INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

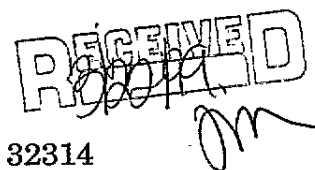
The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 299A00013076



ARTICLES OF INCORPORATION

OF

BIKERS NEST OF HOLLYWOOD INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be:

BIKERS NEST OF HOLLYWOOD INC.

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

This Corporation shall be authorized to create and issue 500 shares of common stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law. The Corporation shall commence its existence as of March 29, 1999, pursuant to Section 607.167(2), Florida Statutes.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1000 North Surf Road
Hollywood Florida 33019

This shall also be the principal office and/or mailing address of the corporation. The Board of Directors may from time to time move the principal business office to any other address in Florida and may establish branch and other offices within or without the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

The Corporation shall be managed by a Board of Directors which shall have one (1) director initially. The number of directors may be increased or decreased by the stockholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VII

DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>Name</u>	<u>Street Address</u>
Denis Chira	1000 North Surf Road Hollywood , Florida 33019

ARTICLE VIII

INCORPORATOR

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

Denis Chira
1000 North Surf Road
Hollywood , Florida 33019

ARTICLE IX

SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and creating, dividing, limiting and regulating the power of the Corporation, its stockholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by sale of security upon the issue of new certificates therefor.

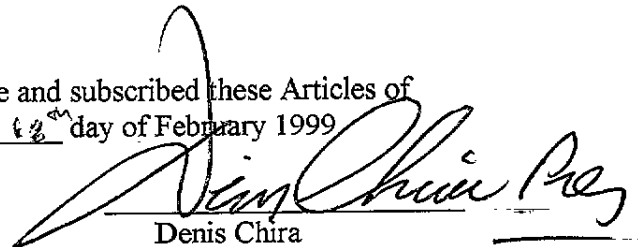
3. In addition to other powers granted by these Articles of Incorporation and By Laws, the Corporation shall have the power to adopt By-Laws not inconsistent with law or these Articles of Incorporation, and to change, amend and repeal the same, for the exercise of its corporate powers, the management, regulation and government of its affairs and property, the transfer of its records of its stock or other securities, and the calling and holding of meetings of its stockholders. In no event, however, shall the By-Laws which may be adopted, or any provision thereof, limit in any way the powers or rights of the Corporation provided by law and by these Articles of Incorporation.

4. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

5. The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

6. Shareholders shall have a preemptive right to purchase or subscribe for any stock of any class that the Corporation may issue or sell, (or any corporate obligations convertible into any such stock), whether such issuance is in consideration for services rendered, cash or other property.


IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Hollywood, Broward County, Florida this 4th day of February 1999


Denis Chira

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

before me, THE UNDERSIGNED AUTHORITY personally appeared DENIS CHIRA, who is well known to be the person described in and who subscribed to the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS, WHEREOF, I have hereunto set my hand and seal at Hollywood,
Broward County, Florida, this 18th day of February 1999.



Notary Public

EVE SOLOMON
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXP. DEC. 18, 1999
NO. CC507076

DESIGNATION AND ACCEPTANCE

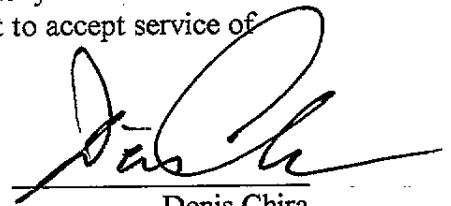
OF

REGISTERED AGENT

DENIS CHIRA

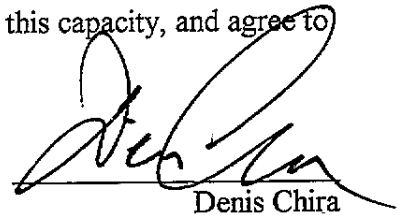
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, BIKERS NEST OF HOLLYWOOD INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1000 North Surf Road , Hollywood Florida 33019, has named DENIS CHIRA, located thereat, as its registered agent to accept service of process within this State.



Denis Chira

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of the State of Florida applicable thereto.



Denis Chira