

P 990000 43391

Florida Department of State
 Division of Corporations
 Public Access System
 Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000011440 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
 Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
 Account Number : 072450003255
 Phone : (305) 541-3694
 Fax Number : (305) 541-3770

FILED
 99 MAY 12 AM 7:31
 SECRETARY OF STATE
 ALHAMBRA, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

bada-bing, inc.

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

H99000011440

ARTICLES OF INCORPORATION

OF

Bada-Bing, Inc.

ARTICLE I - NAME

The name of this corporation is:

Bada-Bing, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND
REGISTERED AGENT

The street address of the initial principal office of the corporation is PENTHOUSE A, 2929 E. COMMERCIAL BOULEVARD, FT. LAUDERDALE, FLORIDA 33308, and registered office of the corporation is PENTHOUSE A, 2929 EAST COMMERCIAL BOULEVARD, FT. LAUDERDALE, FLORIDA 33308, BROWARD COUNTY and the name of the initial Registered Agent of the corporation is JOSEPH A. VECCHIO, JR.

Joseph A. Vecchio, Jr.
BEGGS & VECCHIO
ATTORNEYS AT LAW
Penthouse Suite A
2929 E. Commercial Blvd.
Ft. Lauderdale, Florida 33308
PH: 305 772 5132
Fla. Bar 158848

H99000011440

FILED
99 MAY 12 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99000011440

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 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. The names and addresses of the initial Directors of this corporation are:

NAME	ADDRESS
ROSS APPLEMAN	2300 W. COPANS RD., POMPANO BEACH, FL. 33069
ISAAC ABOLAFIA	2300 W. COPANS RD., POMPANO BEACH, FL. 33069

ARTICLE VIII - OFFICERS

The names and addresses of the officers of the corporation until the election at the first annual election of officers and their qualification are as follows:

NAME	ADDRESS	OFFICE
ROSS APPLEMAN	2300 W. COPANS RD. POMPANO BEACH, FL. 33069	PRESIDENT
ISAAC ABOLAFIA	2300 W. COPANS RD. POMPANO BEACH, FL. 33069	SECRETARY

ARTICLE IX - INCORPORATION

The names and addresses of the person signing these Articles is:

NAME	ADDRESS
JOSEPH A. VECCHIO	PENTHOUSE A 2929 E. COMMERCIAL BLVD. FT. LAUDERDALE, FLA. 33308

ARTICLE X - INDEMNIFICATION


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

H99000011440

H99000011440 ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th. DAY OF MAY 1999.


SUBSCRIBER
JOSEPH A. VECCHIO, JR.

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared JOSEPH A. VECCHIO, JR., to me known to be the person described in and has produced a drivers license as identification, who did take an oath, and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 12TH. DAY OF MAY 1999.


NOTARY PUBLIC STATE OF FLORIDA

MY COMMISSION EXPIRES:



James L. Radoff
MY COMMISSION # 0681059 EXPIRES
October 20, 2000
BONDED THRU TROY FARM INSURANCE, INC.

H99000011440

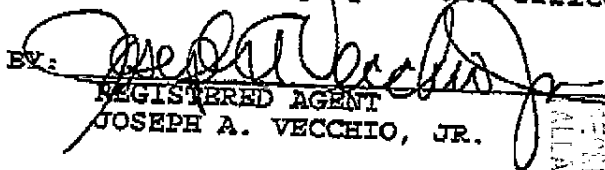
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

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

That Bada-Bing, 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 FT. LAUDERDALE, BROWARD COUNTY, FLORIDA has named JOSEPH A. VECCHIO, JR. located at 2929 E. COMMERCIAL BLVD., PENTHOUSE SUITE A, FT. LAUDERDALE, FLORIDA 33308 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 place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: 
REGISTERED AGENT
JOSEPH A. VECCHIO, JR.

FILED
99 MAY 12 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
99 MAY 12 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99000011440