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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 JUN 16 AM 8:51

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**FLORIDA PROFIT CORPORATION OR P.A.**

**THE BLACK GOLD CLUB OF MIAMI, INC.**

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

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## ARTICLES OF INCORPORATION OF

## The Black Gold Club of Miami, Inc.

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is

The Black Gold Club of Miami, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive 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 pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared By: David Hernandez  
210 University Dr. #502  
Coral Springs, FL 33071  
954-346-7288

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ARTICLE VII. Initial Registered Principal Office and Agent. The street address of the initial registered office of this corporation is: 7770 Biscayne Blvd., Miami, Fl, 33138 and the name of the initial registered agent of this Corporation at that address is Leonard Moore.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 3 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

Leonard Moore/Leroy C Griffith/Robert Bailey  
7770 Biscayne Blvd.  
Miami, Florida 33138

ARTICLE IX. Officers. The initial officers of the corporation will be: Leonard Moore/President, Leroy Griffith/Vice President and Robert Bailey/Treasurer.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Leonard Moore  
7770 Biscayne Blvd.  
Miami, Florida 33138

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 7770 Biscayne Blvd., Miami, Fl, 33138.

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IN WITNESS WHEREOF, the undersigned subscriber has  
executed these Articles of Incorporation this 16th day of  
June 1999.

 (SEAL)

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally  
appeared, Leonard Moore known to be and known by me  
to be the person who executed the foregoing Articles  
of Incorporation and he acknowledged before me that he  
executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 16th day of  
June 1999.

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

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EMPIRE CORP

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CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State  
of Florida  
Division of Corporations Department of State  
Tallahassee, FL 32304

I, Leonard Moore, do hereby consent to serve as  
registered agent for the Corporation, The Black Gold Club of  
Miami, Inc. this 16th day of June, 1999.

  
Leonard Moore

Address of registered agent:

7770 Biscayne Blvd.  
Miami, Florida 33138

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