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FLORIDA PROFIT CORPORATION OR P.A.

The Science Fiction Cafe Philadelphia, Inc.

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B. McKnight JUN 23 1999

**ARTICLES OF INCORPORATION
OF
THE SCIENCE FICTION CAFE PHILADELPHIA, INC.**

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I
NAME**

The name of this Corporation is:

THE SCIENCE FICTION CAFE PHILADELPHIA, INC.

**ARTICLE II
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III
CAPITAL STOCK**

This Corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) par value common stock.

**ARTICLE IV
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this Corporation is:

1830 West Broward Boulevard
Fort Lauderdale, FL 33312

This document prepared by:
Matthew Zifrony, Esq.
Florida Bar No. 0885487
Tripp Scott, P.A.
110 SE 6th Street, 15th Floor
Fort Lauderdale, FL 33301
(954) 525-7500

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**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Matthew Zifrony, Esq.
Tripp Scott
110 SE Sixth Street, 15th Floor
Fort Lauderdale, FL 33301

**ARTICLE VI
INCORPORATOR**

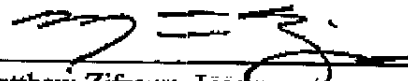
The name and street address of the Incorporator is:

Matthew Zifrony, Esq.
110 SE Sixth Street, 15th Floor
Fort Lauderdale, FL 33301

**ARTICLE VII
AMENDMENT**

These Articles of Incorporation may only be amended by the Board of Directors (but only to the extent permitted by the Florida Business Corporations Act) or by the vote of shareholders holding a majority of the issued and outstanding common stock of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 22 day of June, 1999.


Matthew Zifrony, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he/she is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.


Matthew Zifrony, Registered Agent

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