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September 15, 1999

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

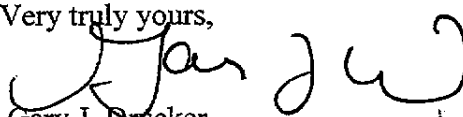
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*****78.75 *****78.75

Re: Hey Bartender!, Inc.

Dear Sir or Madam:

Enclosed please find an original and a copy of the Articles of Corporations for Hey Bartender!, Inc. Also, enclosed please find a check in the amount of \$78.75. Please file the original articles and return a certified copy of the articles in the enclosed envelope. Thank you in advance for your cooperation.

Very truly yours,


Gary J. Drucker

GJD:nns
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

FOR

HEY BARTENDER!, INC.

The undersigned, for the purpose of forming a Florida corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The names of this corporation shall be:

HEY BARTENDER!, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6180 S.W. 102 Street
Miami, FL 33156-1919

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at one time is:

1,000,000 Shares of Common Stock

ARTICLE IV. REGISTERED AGENT

The name and address of the initial registered agent is:

Gary J. Drucker, Esquire
Ameen & Drucker, P.A.
3111 University Drive, Suite 608
Coral Springs, Florida 33067

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TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTILCE VI. INCORPORATOR

The name and address of the incorporator of those Articles of Incorporation is:

Grant S. Stern
6180 S.W. 102 Street
Miami, FL 33156-1919

ARTICLE VII. DIRECTORS

All corporate powers shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by, the Board of Directors. This corporation shall have one (1) director, initially. The name and address of the initial member of the Board of Directors is:

Grant S. Stern
6180 S.W. 102 Street
Miami, FL 33156-1919

ARTICLES VIII. OFFICERS

This corporation shall have one (1) officer initially. The name and address and position of the initial officer is:

Grant S. Stern, President
6180 S.W. 102 Street
Miami, FL 33156-1919

ARTICLE IX. NATURE OF BUSINESS

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

The undersigned has executed these Articles of Incorporation this 10th day of September, 1999.



Grant S. Stern, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 of the Florida Statutes, the corporation, HEY BARTENDER!, INC. organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name and address of the registered agent/registered office is:

Gary J. Drucker, Esquire
Ameen & Drucker, P.A.
3111 University Drive, Suite 608
Coral Springs, Florida 33067

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TALLAHASSEE, FLORIDA

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: September 13, 1999.



Gary J. Drucker, Esquire