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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 : CAPITAL CONNECTION, INC.  
Account Number : I20000000257  
Phone : (850) 224-8870  
Fax Number : (850) 222-1222

**FLORIDA PROFIT CORPORATION OR P.A.****SEABREEZE BAR & GRILL, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	03
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B. McKnight  
DEC 07 2000

**ARTICLES OF INCORPORATION**

**OF**

**SEABREEZE BAR & GRILL, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation is **SEABREEZE BAR & GRILL, INC.**

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**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation is **9546 W Gulf Blvd., Treasure Island, FL 33706.**

**ARTICLE III: CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of (\$1.00) per share.

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**ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is Kenneth Brown, 9546 W Gulf Blvd., Treasure Island, FL 33706.

**ARTICLE V: INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

**ARTICLE VI: SPECIAL PROVISION**

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

**ARTICLE VII: PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

The undersigned has executed these Articles of Incorporation this 6th day of December 2000.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"

Stacey Leggett

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is : SEABREEZE BAR & GRILL, INC.

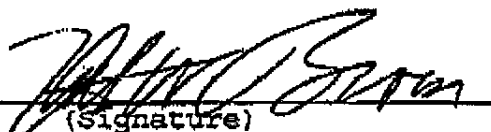
2. The name and address of the registered agent and office is:

Kenneth Brown

9546 W Gulf Blvd.

Treasure Island, FL 33706

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 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.

  
(Signature)

12/6/2000  
(Date)

KENNETH BROWN, Vice-President  
Printed Name, Title

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