

**Electronic Articles of Incorporation
For**

**P02000047230
FILED
April 30, 2002
Sec. Of State**

RICKS' OF SOUTH FLORIDA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

RICKS' OF SOUTH FLORIDA, INC.

Article II

The principal place of business address:

4175 EAST BAY DRIVE
SUITE 104
CLEARWATER, FL. 33764

The mailing address of the corporation is:

4175 EAST BAY DRIVE
SUITE 104
CLEARWATER, FL. 33764

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

7500

Article V

The name and Florida street address of the registered agent is:

RICHARD TINKHAM
4175 EAST BAY DRIVE
SUITE 104
CLEARWAER, FL. 33764

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: RICHARD TINKHAM

Article VI

The name and address of the incorporator is:

RICHARD TINKHAM
4175 EAST BAY DRIVE
SUITE 104
CLEARWATER, FL 33764

Incorporator Signature: RICHARD TINKHAM