

**THOMAS A. SMITH**  
ATTORNEY AT LAW

800 W. PLATT, SUITE 3  
TAMPA, FL 33606

TEL (813) 254-8834  
FAX (813) 251-6621

*Handwritten:* 79500016322

February 27, 1995

Department of State  
Division of Corporations  
P.O. Box 3200  
Tallahassee, FL 32314

400001416324  
-02/27/95--01074--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: BREWMASTERS OF SPRING HILL, INC.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation of the above-named corporation together with my check in the amount of \$70.00 to cover the costs of filing.

Please note that the Resident Agent is stated in the Articles and the acceptance is attached at the end.

If the enclosed are in order, please file the Articles and return the uncertified copy for my files.

Very truly yours,

*Handwritten signature of Thomas A. Smith*  
Thomas A. Smith

FILED  
95 FEB 27 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN FEB 28 1995

**ARTICLES OF INCORPORATION OF  
BREWMASTERS OF SPRING HILL, INC.**

**FILED**  
95 FEB 27 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I

The name of this corporation is BREWMASTERS OF SPRING HILL, INC. The address of its principal office and mailing address is 800 W. Platt St., Ste. 3, Tampa, FL 33606.

II

This corporation shall exist perpetually and shall commence its corporate existence upon filing these Articles with the Secretary of State.

III

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation shall be as follows:

(a) To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

(b) To engage in all forms of the food and beverage business, including but not limited to operation of restaurants, clubs, cafeterias, cafes, and lounges; preparation and sale of all types of food and food products; and when properly licensed to engage in the sale of alcoholic beverages.

(c) To manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of

every class, kind and description; except that it is not to conduct a banking, safe deposit, trust insurance, surety, express, railroad, canal, telegraph or telephone company, or a building and loan association.

(d) To conduct business in, have one or more offices, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks, licenses, in the State of Florida, and in all other states or countries.

(e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(f) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(g) To endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, while owner of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

(h) To become guarantor or surety for any other person firm or corporation for any purpose or transaction whatsoever.

(i) To make gifts of its property or cash, either to

charitable organizations or otherwise, when deemed in the interest of the corporation.

(j) To enjoy all the powers now or hereafter conferred upon corporations by the statutes or the laws of the State of Florida.

(k) The foregoing shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation.

#### IV

The corporation shall have only one class of stock. The aggregate number of shares with which this corporation is initially organized is 500 shares of common capital stock. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the corporation upon dissolution.

#### V

The street address of this corporation's initial registered office and the name of its initial registered agent is:

THOMAS A. SMITH

800 W. Platt St., Ste. 3  
Tampa, FL 33606

#### VI

There will be one director constituting the initial board of directors and his name is:

THOMAS A. SMITH

800 W. Platt St., Ste. 3  
Tampa, FL 33606

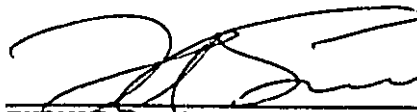
#### VII

The name and address of the incorporator is:

THOMAS A. SMITH

800 W. Platt St., Ste. 3  
Tampa, FL 33606

These Articles of Incorporation are hereby acknowledged and executed by the undersigned on this, the 22 day of Feb 1995.



THOMAS A. SMITH

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

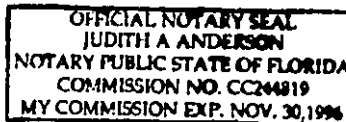
**THE FOREGOING INSTRUMENT** was acknowledged before me this 22<sup>nd</sup> day of Feb, 1995 by THOMAS A. SMITH who is personally known to me or ~~who produced~~ \_\_\_\_\_ as identification and who did take an oath.

  
Notary Public

Judith A. Anderson  
Printed name of Notary Public


My commission Expires:

Notary commission number:



**ACCEPTANCE BY DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the above Articles of Incorporation, 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.

  
\_\_\_\_\_  
THOMAS A. SMITH  
Date: Feb 22nd 1995

**FILED**  
**95 FEB 27 AM 11:03**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.  
 AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, A MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PROFIT CORPORATION  
 ANNUAL REPORT  
 1996



FLORIDA DEPARTMENT OF STATE  
 Sandra B. Mortham  
 Secretary of State  
 DIVISION OF CORPORATIONS

DOCUMENT #

P95000016322

1. Corporation Name

Brewmasters of Spring Hill, Inc.

Principal Place of Business

Mailing Address

2. Principal Place of Business  
 21 4644 Commercial Way, Spring Hill, FL 34606  
 Suite, Apt. #, etc.

2a. Mailing Address  
 26 7379 Commercial Way, Spring Hill, FL 34613  
 Suite, Apt. #, etc.

22 City & State  
 23 Spring Hill, FL

27 City & State  
 28 Spring Hill, FL

24 Zip  
 34606

25 Country  
 25 Hernando

29 Zip  
 34613

30 Country  
 30 Hernando

9. Name and Address of Current Registered Agent  
 Thomas A. Smith  
 800 West Platt Street Suite 3  
 Tampa, FL 33606

10. Name and Address of New Registered Agent  
 81 Name Raymond P. Virgilio, CPA  
 82 Street Address (P.O. Box Number is Not Acceptable) 7379 Commercial Way  
 83  
 84 City Spring Hill, FL 85 Zip Code 34613

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE *Raymond P. Virgilio*

Raymond P. Virgilio, CPA 10-22-96  
 DATE

12. OFFICERS AND DIRECTORS	
TITLE	Director <input checked="" type="checkbox"/> DELETE
NAME	Thomas A. Smith
STREET ADDRESS	800 W. Platt Street
CITY-ST-ZIP	Tampa, FL 33606
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	President/Director <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Bruce Franklin
1.3 STREET ADDRESS	4644 Commercial Way
1.4 CITY-ST-ZIP	Spring Hill, FL 34606
2.1 TITLE	Secretary/Director /VP <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Kelly Franklin
2.3 STREET ADDRESS	4644 Commercial Way
2.4 CITY-ST-ZIP	Spring Hill, FL 34606
3.1 TITLE	Director <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	Raymond P. Virgilio, CPA
3.3 STREET ADDRESS	7379 Commercial Way
3.4 CITY-ST-ZIP	Spring Hill, FL 34613
4.1 TITLE	
4.2 NAME	000001998990-4
4.3 STREET ADDRESS	-11/07/96--01050--001
4.4 CITY-ST-ZIP	****375.00 ****375.00
5.1 TITLE	
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; or that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

FILED

96 NOV -4 AM 10:15

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

*MWB*  
 11-6-96

REINSTATEMENT 1996

3. Date Incorporated or Qualified February 27, 1995  
 3a. Date of Last Report February 27, 1995  
 4. FEI Number 59-3310578  
 Applied For Not Applicable

5. Certificate of Status Desired  \$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution  \$5.00 May Be Added to Fees

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes  Yes  No S-corp

CR2E034 (3/96)

352-666-0520