

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(904) 222-8070 • 1-800-342-8062 • Fax (904) 222-1222

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\*\*\*\*122.50 \*\*\*\*122.50

*Vicko, Incorporated*

- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- L.C. File \_\_\_\_\_
- Fictitious Name File \_\_\_\_\_
- Name Reservation \_\_\_\_\_
- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

RECEIVED  
97 JUL -3 PM 4:56  
TALLAHASSEE, FLORIDA

*[Signature]*

Signature \_\_\_\_\_

Requested by: *DR*

Name \_\_\_\_\_

Date *7/2/97*

Time *3:48*

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

FILED  
97 JUL -3 PM 4:56  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
FIRST VICKO INCORPORATED

We the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation and liabilities, rights, powers, privileges and immunities of a corporation for profit, and I hereby certify:

ARTICLE I

The name of the Corporation shall be: FIRST VICKO INCORPORATED

ARTICLE II

This Corporation shall have perpetual existence commencing on the date of the filing of the Articles with the Department of State.

ARTICLE III

The general purpose of the corporation will be to own, acquire and operate various business operations, including restaurants, beer, wine and liquor bars. To include retail and wholesale purchase, exchange and sale of any and all items involved in such business. To engage in any lawful business under of the laws of the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 100 shares at (\$1.00) Dollar Par Value, which shall be designated as "Common Stock".

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of

this Corporation, shall have the right to purchase his prorata of share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**

The location of the principal office of this Corporation in the State of Florida is 7301 South Dixie Highway, West Palm Beach, Florida 33405.

**ARTICLE VII**

The street address of the initial registered office of this Corporation is 7301 South Dixie Highway, West Palm Beach, Florida 33405, and the name of the initial registered agent of this Corporation at the address is H. BRYANT SIMS, ESQUIRE.

**ARTICLE VIII**

This Corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the Bylaws, however, there shall never be less than one Director. The name and address of the initial Board of Directors are:

**CHARLES CELIAN, M.D.**  
429 East 52nd Street  
Apt. 29C  
New York, NY 10022

**JOSEPH F. MCINERNEY**  
251 Orange Grove Road  
Palm Beach, FL 33480

**ARTICLE IX**

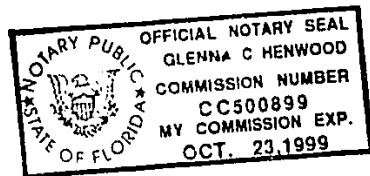
The name and address of the Incorporator signing these Articles is:

**H. BRYANT SIMS**  
7301 South Dixie Highway  
West Palm Beach, FL 33405



STATE OF FLORIDA )  
 ) SS:  
COUNTY OF PALM BEACH )

BEFORE ME, the undersigned authority, personally appeared, H. BRYANT SIMS, who produced as identification Florida Driver's License, known to me and by me to be the person who executed the above Articles of Incorporation, for the purposes therein expressed, this 1st day of July, 1997.



*Glenna C. Henwood*  
GLENN A C HENWOOD  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper performance of my duties. Dated this 1st day of July, 1997.

*H. Bryant Sims*  
H. BRYANT SIMS, ESQUIRE

97 JUL -3 PM 4: 56  
FBI  
SECRETARIAT OF STATE  
TALLAHASSEE, FLORIDA