

99000029060



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032  
REFERENCE : 187275 9460A  
AUTHORIZATION : Patricia Pujate  
COST LIMIT : \$ 70.00

ORDER DATE : March 29, 1999  
ORDER TIME : 8:44 AM  
ORDER NO. : 187275-005  
CUSTOMER NO: 9460A

CUSTOMER: Michael Halpern, Esq  
MICHAEL HALPERN, ESQ  
MICHAEL HALPERN, ESQ  
209 Duval Street  
Key West, FL 33040

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 30 PM 1:50

99 MAR 30 AM 9:52  
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: THE SPEAKEASY GROUP, INC. 800002828968-1

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell  
EXAMINER'S INITIALS:

GA 3/30/99

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ARTICLES OF INCORPORATION  
OF  
THE SPEAKEASY GROUP, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THE SPEAKEASY GROUP, INC.

The address of the principal office of this corporation shall be 209 Duval Street, Key West, Florida 33040, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Tanya Boggs  
Director/President

209 Duval Street  
Key West, Florida 33040

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

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ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on March 30, 1999.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper  
It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper  
It's Agent, Deborah D. Skipper