

FOI000003521

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATE: 7-03-01

500004458295--0
-07/03/01--01050--027
*****120.00 *****70.00

NAME: BAMBOO CLUB, INC.

500004458295--0
-07/03/01--01050--028
*****17.50 *****17.50

TYPE OF FILING: FOREIGN CORPORATION

COST: *Check # 10956 filing fee is attached*
+ Check # 1102 fees 17.50

RETURN: TWO (2) GOOD STANDINGS

File 1st

ACCOUNT: ~~FOI000000015~~

AUTHORIZATION: ABBIE/PAUL HODGE

BK

RECEIVED
01 JUL -3 PM 12:52
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA*

1. BAMBOO CLUB, INC., an Arizona corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Arizona 3. 86-0997118
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 10, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 5050 North 40th Street, #200, Phoenix, Arizona 85018
(Principal office address)
- same as above
(Current mailing address)

8. Operate restaurants and related purposes
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

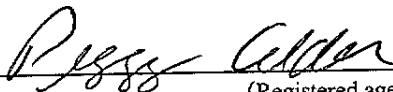
Name: Capitol Corporate Services, Inc.

Office Address: 1333 North Duval St.

Tallahassee, Florida 32303
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: BART A. BROWN, JR.

Address: 5124 North 31st Place

Phoenix, AZ 85016

Director: WILLIAM G. SHRADER

Address: 11160 East Gold Dust Avenue

Scottsdale, Arizona 85259

B. OFFICERS

President: WILLIAM G. SHRADER

Address: 11160 East Gold Dust Avenue

Scottsdale, Arizona 85259

~~/Vice President/~~ BART A. BROWN, JR.
Chief Executive Officer

Address: 5124 North 31st Place

Phoenix, AZ 85016

Secretary: MICHAEL J. HERRON

Address: 8414 East Country Club Trail, Scottsdale, AZ 85255

Treasurer: LAWRENCE K. WHITE

Address: 502 West Alice Avenue, Phoenix, AZ 85021

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Bart A. Brown, Jr.*

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Bart A. Brown, Jr., Chief Executive Officer

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

STATE OF ARIZONA



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TALLAHASSEE, FLORIDA

Office of the CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****BAMBOO CLUB, INC.*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on July 10, 2000.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; that its most recent Annual Report, subject to the provisions of A.R.S. 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capitol, this 2nd Day of July, 2001, A. D.



EXECUTIVE SECRETARY

BY:

[Signature]