

F

Document Number Only
95000003911

U T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone
904-222-1092

CORPORATION(S) NAME

TELEPHONE REGISTRY
-00/15/95--01000--018
*****70.00 *****70.00

Red Eye, Inc

Profit
 NonProfit
 Limited Liability Company
 Foreign

Amendment
 Dissolution/Withdrawal

Merger
 Mark

Limited Partnership
 Reinstatement

Annual Report
 Reservation

Other
 Change of H.A.
 Flat/True Name
 O/S/ G/S

Call When Ready
 Walk In
 Mail Out

Call If Problem
 Will Wait

After 4:30
 Pick Up

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

3:00
8-4-85

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

File 1st

Please insert 10c
on Cred Application.

7 to walk-in

CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. RED EYED JACK, INC.

(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. Georgia

(State or country under the law of which it is incorporated)

3. Applied For

(FEI number, if applicable)

4. June 4, 1993

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 1502 Peachtree Center-Cain Tower, 229 Peachtree Street, Atlanta,

Georgia 30303

(Current mailing address)

8. The general nature of the corporation's business is the owning and operating of nightclubs and restaurants.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

John J. Master
(Registered agent's signature) (Officer)

John J. Master, Asst. Secy.
(Type Name and Title of Officer)

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.

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

A. DIRECTORS

Chairman: Jack E. Galardi
Address: 1502 Peachtree Center-Cain Tower
229 Peachtree Street
Atlanta, GA 30303

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: Jack E. Galardi
Address: 1502 Peachtree Center-Cain Tower, 229
Peachtree Street
Atlanta, Georgia 30303

Vice President: _____
Address: _____

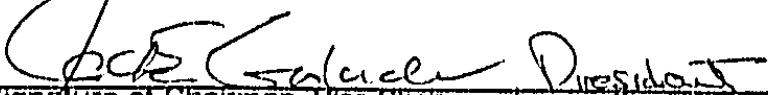
Secretary: Dennis Williams
Address: 1502 Peachtree Center-Cain Tower, 229
Peachtree Street
Atlanta, Georgia 30303

Treasurer: Danna Williams

Address: 1802 Peachtree Center-Cain Tower, 229 Peachtree
Ave.

Atlanta, Georgia 30303

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

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

14. ~~Danna Williams, Secretary~~ Jack E. Galardi, President
(Typed or printed name and capacity of person signing application)

Secretary of State

Corporations Division

Suite 315, West Tower

2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 952230552
CONTROL NUMBER : 9312746
DATE INC/AUTH/FILED: 06/04/1993
JURISDICTION : GEORGIA
PRINT DATE : 08/11/1995
FORM NUMBER : 0211

CT CORPORATION SYSTEM
JOHN J. MASTERS
1201 PEACHTREE ST, NE
ATLANTA, GA 30361

SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 AUG 14 PM 1:11

CERTIFICATE OF EXISTENCE

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

RED EYED JACK, INC. A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Max Cleland
MAX CLELAND
SECRETARY OF STATE

F95000003911

Requestor's Name



Galardi South Enterprises

1055 Peachtree Street • Atlanta, GA 30309

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input checked="" type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

000002285860--9
 -09/05/97--01090--012
 *****35.00 *****35.00

FILED
 97 SEP 22 AM 11:40
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

See 9/22

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of GEORGIA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: RED EYED JACK, INC.

2. The mailing address of the corporation is: 1055 PEACHTREE ST.
ATLANTA GA.

3. Date of incorporation/qualification: 8-14-95 Document number: F95000003911

4. The name and address of the current registered agent and office:

CT CORPORATION SYSTEM
1200 PINE ISLAND RD.
PLANTATION, FL. 33324

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Suzanne E. Coe, Esq.
5419 Lawton Ct
Tallahassee FL 32311

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97 SEP 22 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

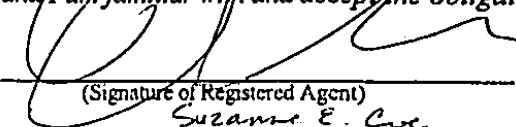
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board


(Signature of an officer, chairman or vice chairman of the board)

8/3/97
(Date)

DENNIS WILLIAMS VICE PRESIDENT / SECRETARY
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.


(Signature of Registered Agent)
Suzanne E. Coe

8/3/97
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 11, 1997

GALARDI SOUTH ENTERPRISES
1055 PEACHTREE STREET
ATLANTA, GA 30309

SUBJECT: RED EYED JACK, INC.
Ref. Number: F95000003911

We have received your document for RED EYED JACK, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 097A00045237