



THE UNITED STATES
CORPORATION
COMPANY

980000006584

ACCOUNT NO. : 072100000032

REFERENCE : 049377 7149374

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 70.00

ORDER DATE : December 2, 1998

ORDER TIME : 10:58 AM

ORDER NO. : 049377-010

CUSTOMER NO: 7149374

400002701734--8

CUSTOMER: Janet Rawls, Esq
Seiller & Handmaker, LLP
Suite 2200, Meidinger Tower
462 S. 4th Avenue
Louisville, KY 40202

FOREIGN FILINGS

NAME: JILLIAN'S OF TAMPA, FL, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED
98 DEC -3 PM 1:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 DEC -3 PM 12:10
DIVISION OF CORPORATIONS

**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. JILLIAN'S OF TAMPA, FL, 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. DELAWARE

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

3. APPLICATION IN PROCESS

(FEI number, if applicable)

4. NOVEMBER 16, 1998

(Date of Incorporation)

5. PERPETUAL

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

6. ANTICIPATE JUNE 1999

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1052 and 817.155, F.S.)

7. 1387 South Fourth Street

Louisville, KY 40208

(Current mailing address)

8. restaurant, bar and billiards

(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: **CORPORATION SERVICE COMPANY**

Office Address: **1201 HAYS STREET**

TALLAHASSEE

, Florida, 32301

(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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box **NOT** acceptable)

Chairman: Daniel M. Smith
1387 South Fourth Street
Louisville, KY 40208

Vice Chairman: Daniel M. Smith
1387 South Fourth Street
Louisville, KY 40208

Director: Daniel M. Smith
1387 South Fourth Street
Louisville, KY 40208

B. OFFICERS (Street address only - P.O. Box **NOT** acceptable)

President: Daniel M. Smith
1387 South Fourth Street
Louisville, KY 40208

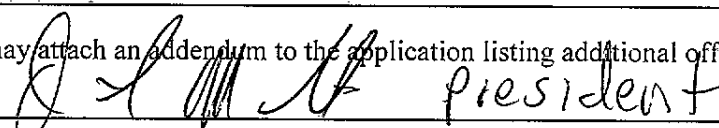
Vice President: Daniel M. Smith
1387 South Fourth Street
Louisville, KY 40208

Secretary: Daniel M. Smith
1387 South Fourth Street
Louisville, KY 40208

Treasurer: Daniel M. Smith
1387 South Fourth Street
Louisville, KY 40208

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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. **DANIEL M. SMITH, PRESIDENT**

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

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JILLIAN'S OF TAMPA, FL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF DECEMBER, A.D., 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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98 DEC -3 PM 1:33

SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2967337 8300

981461307

AUTHENTICATION:

9434394

DATE:

12-02-98