



L9900000 3051

ACCOUNT NO. : 072100000032

REFERENCE : 248950 4326591

AUTHORIZATION :

Patricia P. [illegible]

COST LIMIT : \$ 337.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 24 PM 1:01

ORDER DATE : May 21, 1999

ORDER TIME : 1:39 PM

700002884757--5

ORDER NO. : 248950-005

CUSTOMER NO: 4326591

CUSTOMER: Amy Eckard, Legal Assistant
FOWLER WHITE GILLEN BOGGS
FOWLER WHITE GILLEN BOGGS
Suite 1700
501 East Kennedy Boulevard
Tampa, FL 33602

DOMESTIC FILING

NAME: HOPS OF MISSOURI, LLC

① mailing address
② mgrm name/address

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
Name 5/24/99 PLAIN STAMPED COPY
Availability dec CERTIFICATE OF GOOD STANDING

Document CONTACT PERSON: James Guy
Examiner

EXAMINER'S INITIALS:

Updater

Updater
Verifier

Acknowledgement DEC

W. P. Verifier DEC

RECEIVED
99 MAY 24 PM 3:03
DIVISION OF CORPORATION

L9900000 3051



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 24, 1999

JAMES GUY
CSC
TALLAHASSEE, FL 32301

SUBJECT: HOPS OF MISSOURI, LLC
Ref. Number: W99000012075

RESUBMIT

Please give original
submission date as file date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 24 PM 1:01

We have received your document for HOPS OF MISSOURI, LLC and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

Please change the wording in Article III and make it say the Mailing Address and Principal Address instead of the address and the place of business address. You must also list the names and addresses of the managing members who will manage the company in Article VII.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 099A00028559

RECEIVED
99 MAY 27 AM 10:44
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
HOPS OF MISSOURI, LLC**

I hereby file these Articles of Organization as an authorized representative of a member of the limited liability company to be formed pursuant to these Articles of Organization and the laws of the State of Florida.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 24 PM 1:01

**ARTICLE I
NAME**

The name of the limited liability company to be formed hereunder is "Hops of Missouri, LLC".

**ARTICLE II
DATE OF EXISTENCE AND PERIOD OF DURATION**

This limited liability company shall begin existence effective the 21st day of May, 1999, and shall have perpetual existence.

**ARTICLE III
ADDRESS AND PLACE OF BUSINESS**

The mailing address and the street address of the principal office of the limited liability company is c/o Hops Grill & Bar, Inc., 2701 North Rocky Point Drive, Suite 300, Tampa, Florida 33607.

**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The name and street address of the limited liability company's initial registered office in Florida is Corporation Service Company, 1201 Hayes Street, Tallahassee, Florida 32301. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE V
POWERS**

The limited liability company shall have the power to take any and all lawful actions necessary, appropriate, proper, advisable, incidental or convenient to or for the furtherance of its purposes.

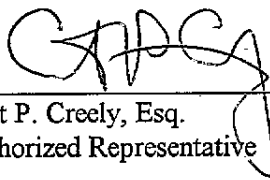
**ARTICLE VI
PURPOSES**

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

**ARTICLE VII
MANAGEMENT**

The business and affairs of the limited liability company shall be managed by or under the direction of the members. The sole member of the limited liability company is Hops of Kansas, Ltd., which has a mailing address and street address of c/o Hops Grill & Bar, Inc., 2701 North Rocky Point Drive, Suite 3000 Tampa, Florida 33607.

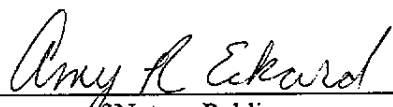
IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 20th day of May, 1999.



Curt P. Creely, Esq.
Authorized Representative

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20th day of May, 1999, by Curt P. Creely, as the authorized representative of the member of Hops of Missouri, LLC, as his free act and deed for the uses and purposes therein stated. Such person is personally known to me.



Signature of Notary Public

Name stamped, typed or legibly printed


Notary Commission Expiration Date
(if not perpetual authority)

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.

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

ACG/jgy

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 24 PM 1:01

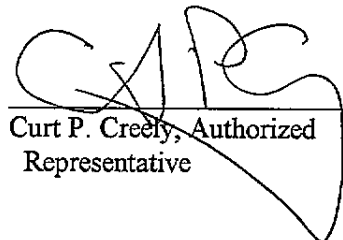
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 24 PM 1:01

The undersigned, as the authorized representative of a member of Hops of Missouri, LLC (the "Company"), deposes and says:

1. The Company has at least one member, and the amount of cash initially contributed to the Company's capital by the members is \$100.00.
2. The agreed value of property other than cash contributed by members is \$0.
3. Additional cash or property with a value of \$5,000,000.00 is anticipated to be contributed by the members.
4. The total amount of cash, other property and anticipated additional contributions is \$5,000,100.00.
5. In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under penalties of perjury that, to the best of the undersigned's knowledge, the facts stated herein are true.

Signed this 20th day of May, 1999.


Curt P. Creely, Authorized
Representative

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20th day of May, 1999, by Curt P. Creely, as the authorized representative of a member of Hops of Missouri, LLC, as his free act and deed for the uses and purposes therein stated. Such person is personally known to me.


Signature of Notary Public

Notary Public
Notary Expiration Date _____ Commission # CC 776342
(if not perpetual authority) Expires SEP 17, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.