

A PROFESSIONAL ASSOCIATION WACHOVIA BANK BUILDING, SUITE 202 250 TEQUESTA DRIVE TEQUESTA, FLORIDA 33469

TELEPHONE (561) 744-3100

January 11, 2000

The Secretary of State Corporations 409 E. Gaines Street Tallahassee, Florida 32301

RE: **Articles of Incorporation**

Dear Sir/Madam:

Enclosed herein for filing are the Articles of Incorporation for the following:

ALAFAYA ALE HOUSE AND RAW BAR, INC. ALE HOUSE AND RAW BAR, INC. ALE HOUSE, INC. ALE HOUSE WORLDWIDE ALE HOUSE INTERNATIONAL ALE HOUSE OF AMERICA

Also enclosed is a check in the amount of Four Hundred Twenty Dollars (\$420.00) representing the \$70.00 fee to file the Articles of Incorporation for each of the six above-named corporations. Please send confirmation of filing in the enclosed self-addressed envelope.

If you have any questions, please do not hesitate to call.

Very truly yours,

MICHAEL J. BURLEY, P.A.

MJB/ed Enclosure

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ARTICLES OF INCORPORATION

OF

ALAFAYA ALE HOUSE AND RAW BAR, INC.

The undersigned, acting as incorporator of a corporation under the Florida Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation is ALAFAYA ALE HOUSE AND RAW BAR, INC.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose of the corporation is to engage in restaurant and lounge business and for any other activities or business permitted under the laws of the United States and Florida.

ARTICLE IV (AUTHORIZED SHARES)

The aggregate number of shares that the corporation shall have the authority to issue is; One Thousand (1000) shares of capital common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The initial street address in Florida of the initial registered office of the corporation is 612 N.

Orange Avenue, Suite C-6, Jupiter, Florida 33458 and the name of the initial registered agent at such address is JACK W. MILLER.

ARTICLE VI

The initial board of directors shall consist of one member who is the registered agent, JACK W. MILLER, whose place of business is at 612 North Orange Avenue, Suite C6, Jupiter, Florida 33458.



ARTICLE VII

The name and address of the initial incorporator is as follows:

JACK W. MILLER 612 N. Orange Avenue Suite C-6 Jupiter, Florida 33458

ARTICLE VIII

There shall be no cumulative voting.

IN WITNESS WHEREOF, the undersigned Incorporator, JACK W. MILLER, has executed these Articles of Incorporation on this ______ day of January, 2000.

ACK W. MILLER

Incorporator

STATE OF FLORIDA COUNTY OF PALM BEACH

BE IT KNOWN that on the ____ day of January, 2000, before me, a Notary Public, duly commissioned in and for the above County and State, personally appeared JACK W. MILLER and personally known to me to be the same person described in and who executed the Articles of Incorporation, to be his act and deed, and did take an oath.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of Office the day and year last above written.

Notary Public, State of Florida

at Large

Printed Name of Notary Public

My Commission Expires: 12/14/02



CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034 of the Florida Statutes, the following is submitted: ALAFAYA ALE HOUSE AND RAW BAR, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 612 N. Orange Avenue, Suite C-6, Jupiter, Florida 33458, has named JACK W. MILLER, as its agent to accept service of process within Florida.

DATED this _____ day of January, 2000.

JACK W. MILLER Registered Agent

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 1 day of January, 2000.

JACK W. MILLER Registered Agent)0 JAN 26 AM 8: