

P00000025264

Bagdes & Bagdes

Attorneys at Law

407 North Wild Olive Avenue
Daytona Beach, FL 32118

Fabian Bagdes
Mary-Ellen Bagdes

904-258-7171
Fax 904-258-7441

March 2, 2000

300003159093--5
-03/06/00--01137--009
****122.50 ****78.75

SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: City Lights, Inc.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$122.50 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,

FB

Fabian Bagdes

FILED
MAR - 6 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

R. O. G. 000000

MAR 1 3 2000

ARTICLES OF INCORPORATION
OF
CITY LIMITS, INC.

FILED
CO MAR - 6 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is CITY LIMITS, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to operate a restaurant and lounge for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX
PRINCIPAL OFFICE

The address of the principal office of the corporation is: 5934 S. Ridgewood Avenue, Port Orange, Florida 32127. This is also the mailing address of the corporation.

ARTICLE SEVEN
REGISTERED OFFICE

The street address of the registered office of the corporation is: 5934 S. Ridgewood Avenue, Port Orange, Florida 32127. The name of the initial registered agent at such address is Catherine A. Bair.

ARTICLE EIGHT
DIRECTORS

The board of directors shall consist of the following members:

Catherine A. Bair	705 Charles Street Port Orange, FL 32119
Lisa Demers	58 Orchid Street Port Orange, FL 32127
Lauri Savino	705 Charles Street Port Orange, FL 32119

ARTICLE NINE
INCORPORATORS

The name and address of the sole incorporator is: Catherine A. Bair, 705 Charles Street, Port Orange, Florida 32119.

ARTICLE TEN
OFFICERS

The officers of the corporation shall be:

Catherine A. Bair President	705 Charles Street Port Orange, FL 32119
Lisa Demers Vice President	58 Orchid Street Port Orange, FL 32127
Lauri Savino Secretary/Treasurer	705 Charles Street Port Orange, FL 32119

ARTICLE ELEVEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, I have signed my name this 2nd day of March, 2000.


Catherine A. Bair

STATE OF FLORIDA
COUNTY OF VOLUSIA

On this 2nd day of March, 2000, before me, the undersigned authority, appeared CATHERINE A. BAIR, who is personally known to me or who has produced FL driver's license as identification, and whose name is subscribed to the within instrument and having been duly sworn she acknowledged that she executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.


Notary Signature



Mary-ellen Bagdes
MY COMMISSION # CC787805 EXPIRES
November 29, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

CITY LIMITS, INC., a corporation organizing under the laws of the State of Florida, with its principal office at 5934 S. Ridgewood Avenue, in the City of Port Orange, County of Volusia, in the State of Florida, has named Catherine A. Bair, who is located at 5934 S. Ridgewood Avenue, Port Orange, Florida, as its registered agent to accept service of process within the State.

DIRECTOR:

ADDRESS:

Catherine A. Bair

705 Charles Street
Port Orange, FL 32119

Lisa Demers

58 Orchid Street
Port Orange, FL 32127

Lauri Savino

705 Charles Street
Port Orange, FL 32119

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR -6 AM 8:38

FILED

ACCEPTANCE:

I agree as resident agent to accept service of process; to keep office open during prescribed hours; to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place as required by law.


Catherine A. Bair