

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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El Cid Bar + Grill, Inc.

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-03/24/00--01061--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ✓ Art of Inc. File Cert
- \_\_\_ LTD Partnership File
- \_\_\_ Foreign Corp. File
- \_\_\_ L.C. File
- \_\_\_ Fictitious Name File
- \_\_\_ Trade/Service Mark
- \_\_\_ Merger File
- \_\_\_ Art. of Amend. File
- \_\_\_ RA Resignation
- \_\_\_ Dissolution / Withdrawal
- \_\_\_ Annual Report / Reinstatement
- ✓ Cert. Copy
- \_\_\_ Photo Copy
- \_\_\_ Certificate of Good Standing
- \_\_\_ Certificate of Status
- \_\_\_ Certificate of Fictitious Name
- \_\_\_ Corp Record Search
- \_\_\_ Officer Search
- \_\_\_ Fictitious Search
- \_\_\_ Fictitious Owner Search
- \_\_\_ Vehicle Search
- \_\_\_ Driving Record
- \_\_\_ UCC 1 or 3 File
- \_\_\_ UCC 11 Search
- \_\_\_ UCC 11 Retrieval
- \_\_\_ Courier

Signature

Requested by: LM

Name

Walk-In

Date

Will Pick Up

DEPT. OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 MAR 24 AM 11:50

RECEIVED  
MAR 24 1999

FILED  
00 MAR 24 PM 1:15  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

T. SMITH MAR 27 2000

## **ARTICLES OF INCORPORATION**

**OF**

**EL CID BAR & GRILL, INC.**

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

### **ARTICLE I**

#### **CORPORATE NAME AND PRINCIPAL OFFICE**

The name of this Corporation is: El Cid Bar & Grill, Inc. The principal place of business and mailing address of this corporation shall be:

Principal Place of Business:  
2730 South Dixie Hwy.  
West Palm Beach, FL 33405

Mailing Address:  
7145 Catalina Isle Drive  
Lake Worth, FL 33467

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### **ARTICLE II**

#### **TERM OF EXISTENCE**

This Corporation shall have perpetual existence commencing on the filing of these Articles.

### **ARTICLE III**

#### **PURPOSE**

The general purposes for which the Corporation is organized are the following:

- a. To engage in and transact any lawful business for which Corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- b. To do such other things as are incidental to the purpose of Corporations or necessary or desirable in order to accomplish them.

- c. To engage in the operation of a business of a bar and grill and any other related services incidental to the accomplishment or furtherance of the purpose or object of this Corporation.

#### **ARTICLE IV**

##### **CAPITAL STOCK**

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) Shares of common stock. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

#### **ARTICLE V**

##### **REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 501 South Flagler Drive, Suite 305, West Palm Beach, FL 33401. The name of its initial registered agent at that address is Lance C. Fuchs.

#### **ARTICLE VI**

##### **BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors for this Corporation is one (1). The number of directors may be increased or decreased from time to time in accordance with the bylaws but shall never be less than one (1). The name and address of each initial director of the Corporation is as follows:

Robert F. Leech

7145 Catalina Isle Drive  
Lake Worth, FL 33467

**ARTICLE VII**  
**INCORPORATORS**

The name and address of the person signing these Articles of Incorporation as the incorporator is: Lance C. Fuchs, Esq., 501 South Flagler Drive, Suite 305, West Palm Beach, FL 33401.

**ARTICLE VIII**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE IX**  
**INDEMNIFICATION**

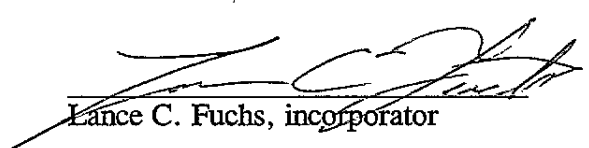
The Corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by law.

**ARTICLE X**  
**BYLAWS**

The power to adopt, alter, amend and repeal the bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the bylaws must be approved by a

majority of the shareholders.

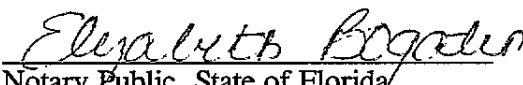
IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 23<sup>rd</sup> day of March, 2000.

  
Lance C. Fuchs, incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a Notary Public, personally appeared LANCE C. FUCHS, to me known to be the person described as incorporator or who has provided his Florida drivers license as proof of identification, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 23<sup>rd</sup> day of March, 2000.

  
Notary Public, State of Florida

Elizabeth Bogatin  
MY COMMISSION # CC585383 EXPIRES  
December 6, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

#### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Lance C. Fuchs, Registered Agent

3/23/00  
Date

00 11:16  
SECRET  
DATE  
TALLAHASSEE  
FLORIDA