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ISLER, SOMBATHY & SOMBATHY, P.A.

FILED

Attorneys and Counselors at Law

Post Office Box 430

Panama City, Florida 32402-0430

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 30, 2000

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Charles S. Isler, III  
Julie Ann Sombathy  
Robert S. Sombathy\*  
Rebecca L. Oakes

\*Board Certified  
Criminal Trial Lawyer

Florida Department of State  
Attn: New Filings  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Touchdowns Sportsbar, Inc.

Dear Sir or Madam:

Enclosed herewith you will find the original and one copy of the Articles of Incorporation for Touchdowns Sportsbar, Inc. as well as a check in the sum of \$78.75 for your fee. After filing has been completed, please forward the certified copy of the Articles to me at the above post office box.

If you have any questions, do not hesitate to contact me.

Sincerely,

*Barbie Adams*

Barbie Adams  
Legal Assistant

Downtown Office:

434 Magnolia Avenue  
Panama City, FL 32401  
Phone (850) 769-5532  
Facsimile (850) 785-5852

Beach Office:

2226 Thomas Drive  
Panama City Beach, FL 32408  
Phone (850) 233-9613  
Facsimile (850) 233-0632

Enclosures

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*PH 7/6/00*

ARTICLES OF INCORPORATION  
OF  
TOUCHDOWNS SPORTSBAR, INC.

FILED  
00 JUL -3 PM 3: 23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator Sirena Foster, hereby forms TOUCHDOWNS SPORTSBAR, INC., a corporation for profit under the Florida General Corporation Act and other laws of the State of Florida.

1. NAME OF CORPORATION AND INITIAL ADDRESS: The name of this corporation shall be TOUCHDOWNS SPORTSBAR, INC. and its address is 5000 East Highway 22, Panama City, Florida 32404.

2. TERM OF EXISTENCE: This corporation shall exist perpetually unless dissolved according to law.

3. GENERAL PURPOSE: This corporation may transact any or all lawful business for which corporations may be incorporated under the laws of the State of Florida and shall have those general powers conferred upon corporations under the laws of the State of Florida.

4. CAPITAL STOCK: The aggregate number of shares of capital stock which this corporation is authorized to issue is One Thousand (1,000) par value of One Dollar (\$1.00) per share.

5. REGISTERED OFFICE AND REGISTERED AGENT: The street address of the initial registered office of this corporation in the State of Florida is 5000 East Highway 22, Panama City, Florida 32404. The initial registered agent for this corporation at its registered office is Sirena Foster. The Board of Directors shall

have the power to establish branch offices, and to move the registered office of the corporation to any other address in Florida. The principal office of the corporation shall be 5000 East Highway 22, Panama City, Florida 32404.

6. BOARD OF DIRECTORS: The number of directors of the initial Board of Directors of this corporation is one (1). The names and addresses of the members of the initial Board of Directors of this corporation are as follows:

- Sirena Foster  
5000 East Highway 22  
Panama City, Florida 32404

7. INCORPORATOR: The following is the name and address of the incorporator of this corporation:

Sirena Foster  
5000 East Highway 22  
Panama City, Florida 32404

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Panama City, Florida, on this 30th day of June, 2000.

  
\_\_\_\_\_  
Sirena Foster  
Incorporator

STATE OF FLORIDA  
COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Sirena Foster, to me known and known to me to be the person described as incorporator and who signed these Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 30<sup>th</sup> day of June, 2000.

[ ] Who is personally known by me.

☒ Who produced F236-791-70-635-0 as identification.

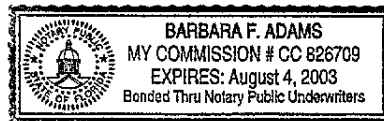
Barbara F. Adams (Signature)

Notary Public

(Print Name)

(Notary Seal)

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CERTIFICATE OF DESIGNATION OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING  
TOUCHDOWNS SPORTSBAR, INC.

FILED

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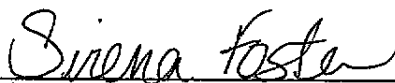
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That TOUCHDOWNS SPORTSBAR, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in Articles of Incorporation, Panama City, County of Bay, State of Florida, has designated Sirena Foster as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process in this Certificate, the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
Sirena Foster  
5000 East Highway 22  
Panama City, Florida 32404