

# CAPITAL CONNECTION, INC.

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

PO00000087657  
U.S.A. Sports Bar and  
Grill, Inc

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-09/15/00--01032--007  
\*\*\*\*\*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 Removal \_\_\_\_\_  
Courier \_\_\_\_\_

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RECEIVED  
00 SEP 15 AM 10:35  
DIVISION OF CORPORATION

SEP 15 2000

Signature \_\_\_\_\_

Requested by: LM 9/15 10:10

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
U.S.A. SPORTS BAR AND GRILL, INC.

The undersigned incorporator of this corporation, executing these Articles of Incorporation, being a natural person, competent to contract, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of this corporation is U.S.A.SPORTS BAR AND GRILL, INC.

ARTICLE II  
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, tangible and intangible, and services of every class, kind and description; and to conduct any other business and carry on any other activity as may be permissible under law; except that it is not to conduct a banking, safe deposit trust, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, fraternal benefit society, state fair, nor exposition.

ARTICLE III  
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 100 shares of common stock having a nominal or par value of \$5.00 per share.

ARTICLE IV  
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$500.00.

ARTICLE V  
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI  
ADDRESS AND RESIDENT AGENT

The initial mailing and street address of the initial registered and principal office of this corporation in the State of Florida is 4655 Highway 90 East, Marianna, Florida, 32446. The name of the initial registered Resident Agent in the State of Florida is Nancy Taylor, whose address is 4655 Highway 90 East, Marianna, Florida, 32446. By her signature to these Articles, the said agent consents to the appointment as such, and by his signature hereto acknowledges that he is familiar with and accepts the obligations of that position. The Board of Directors may, from time to time, move the initial registered office of the corporation to any other address in the State of Florida.

ARTICLE VII  
DIRECTORS

This corporation shall have four directors, initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII  
INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are: Nancy Taylor, 4655 Highway 90 East, Marianna, Florida, 32446; Grady Taylor, 4655 Highway 90 East, Marianna, Florida, 32446; Frances B. Everett, 2960 Hunter Fish Camp Rd., Marianna, FL 32446; and Henry A. Everett, 2960 Hunter Fish Camp Rd., Marianna, FL 32446.

ARTICLE IX  
INITIAL OFFICERS

This corporation shall have three (3) offices, initially, consisting of a President, a Vice-President, and a Secretary-Treasurer, which must be filled by at least one (1) natural person. The names and mailing addresses of the initial officers are: Henry A. Everett, as President; Nancy Taylor, 4655 Highway 90 East, Marianna, Florida, 32446, as Vice-President; Grady Taylor, 4655 Highway 90 East, Marianna, Florida, 32446, as Second Vice President; and Frances B. Everett, 4655 Highway 90 East, Marianna, Florida, 32446, as Secretary-Treasurer.

ARTICLE X  
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 to them by the stockholders, and approved at a stockholders' meeting by majority of the stock then entitled

to vote thereon, unless the directors and the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

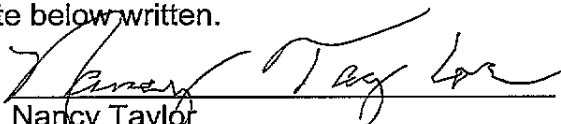
ARTICLE XI  
INCORPORATOR

The name and address of the incorporator of this corporation who shall sign and file these Articles is: Nancy Taylor, 4655 Highway 90 East, Marianna, Florida, 32446.

ARTICLE XII  
PREEMPTIVE RIGHTS

In the event that the Board of Directors authorizes the issuance of further shares of stock in the corporation, or in the event that the officers or directors of the corporation take action to issue previously-authorized shares of stock, then each shareholder of record at the time of the issue or sale shall have the option to purchase such number of shares to be issued, in the proportion that his (or her) already-owned shares bears to the total number of already-issued shares.

EXECUTED and acknowledged that date below written.

  
Nancy Taylor  
As Incorporator and as Resident Agent

STATE OF FLORIDA  
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this September 14, 2000, by Nancy Taylor, as Incorporator and as Resident Agent, who is personally known to me and who did take an oath.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:

fb\usasports.art

FRANK A. BAKER  
Notary Public, State of Florida  
My comm. exp. Sept 1, 2004  
Comm. No. CC950510