

A. DENNIS PELAEZ  
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October 13, 2000

P00000098520

Florida Department of State  
Division of Corporations/ Corporate Records Bureau  
P. O. Box 6327  
Tallahassee, Florida 32301

32314

Re: TAP Entities, Inc.

FILED  
00 OCT 16 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Madam or Sir:

Enclosed you will find the original and one (1) copy of the Articles of Incorporations for the above-referenced corporation, together with the Resident Agent form and my check in the amount of \$78.75 for the cost of filing the Articles, the Resident Agent's fee, and for a certified copy of the Articles.


Accordingly, I trust your office will duly register the corporation, and return the certified copy of the Charter to my office at your first opportunity.

In closing, if there are any questions or additional information required, please do not hesitate to call.

Thank you for your attention and cooperation.

400003426084--0  
-10/16/00--01106--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Sincerely yours,

  
A. Dennis Pelaez, Esq.

A. Dennis Pelaez

GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT corp name  
DATE 10-19-00  
DOC. EXAM aj

ADP/krc

Enclosures

W-25156  
aj 10/18

ARTICLES OF INCORPORATION  
OF

*Tap Entities, Inc.*

FILED  
00 OCT 16 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

*Tap Entities, Inc.*

The name of the corporation shall be \_\_\_\_\_, and its mailing address shall be 25735 Dan Brown Hill Rd., Brooksville, FL 34602

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of operating a bar-restaurant and conducting any other lawful business.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 7,500 shares of \$ 1.00 par value common stock, which should be designated "Common Shares."

ARTICLE V- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office for the Corporation is 1905 W. Sligh Avenue; Tampa, FL 33604, and the initial Registered Agent of the Corporation shall be A. Dennis Pelaez, Esq.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished pursuant to the Bylaws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

**TIMOTHY A. PELAEZ  
25735 Dan Brown Hill Rd.  
Brooksville, FL 34602**

#### **ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is:

**TIMOTHY A. PELAEZ  
25735 Dan Brown Hill Rd.  
Brooksville, FL 34602**

#### **ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

#### **ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK**

Shares of the stock of this Corporation shall be issued initially to the following persons in the amounts set opposite his name:

<b>TIMOTHY A. PELAEZ</b>	<b>-</b>	<b>90 shares</b>
<b>A. DENNIS PELAEZ, ESQ.</b>	<b>-</b>	<b>10 shares</b>

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation.

### ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director the full extent permitted by law.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation, on this 10 day of Oct., 2000.

Timothy A. Pelaez  
TIMOTHY A. PELAEZ

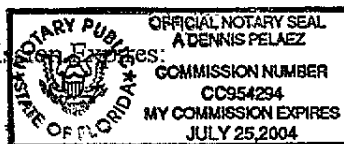
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, appeared TIMOTHY A. PELAEZ personally known to me or who produced N/A as identification, who executed the foregoing Articles of Incorporation and acknowledged before me he executed same for the purpose therein, expressed.

WITNESS my hand and official seal in the above named County and State this 10th day of October, 2000.

A. Dennis Pelaez, Esq.  
NOTARY PUBLIC - A. Dennis Pelaez, Esq.  
STATE OF FLORIDA

My Commis



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

IN COMPLIANCE WITH SECTION 48,091, FLORIDA  
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT Tap Entities, Inc.  
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF BROOKSVILLE  
(CITY)

FLORIDA HAS NAMED A. DENNIS PELAEZ, ESQ.  
(STATE) (NAME OF REGISTERED AGENT)

LOCATED AT 1905 W. SLIGH AVE.; TAMPA, FLA. 33604  
(STREET ADDRESS AND NUMBER OF BUILDING, POST OFFICE  
BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF TAMPA, STATE OF FLORIDA, AS ITS AGENT TO  
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Timothy A. Pelaez  
TIMOTHY A. PELAEZ  
TITLE DIRECTOR

DATE 10/10/00

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.

SIGNATURE A. Dennis Pelaez  
A. DENNIS PELAEZ, ESQ.  
DATE 10/10/00

00 OCT 16 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED