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Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**Beerbellyz, Inc.**

Certificate of Status	0
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Page Count	03
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 14, 2000

JAMES SCHWARTZ

SUBJECT: BEERBELLYZ, INC.  
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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**ARTICLES OF INCORPORATION  
OF  
Beerbellyz, Inc.**

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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation shall be:

Beerbellyz, Inc.

The principal place of business of this Corporation shall be 15044 Madeira Way, Madeira Beach, Florida 33708.

**ARTICLE II. NATURE OF BUSINESS**

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having \$1 par value per share.

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ARTICLE IV. ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 15044 Maderia Way, Maderia Beach, FL 33708 , and the name of the initial registered agent of the Corporation at that address is Cheryl Girk who accepts the designation by his signature below and he states, " I am familiar with and accept the responsibilities as Registered Agent."

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. 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 at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

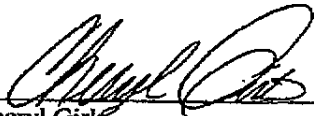
This Corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the shareholders until such time Directors are designated by the Bylaws.

ARTICLE VIII. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Cheryl Girk  
15044 Maderia Way  
Maderia Beach, FL 33708

IN WITNESS WHEREOF, the undersigned authorized agent, , has hereunto set his hand and seal on this 14 day of December, 2000.

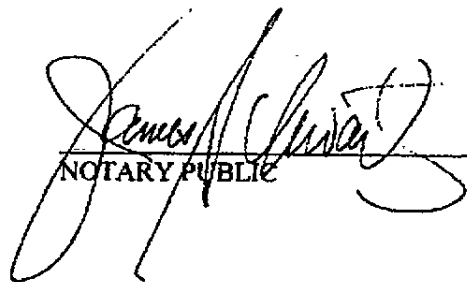
  
Cheryl Girk

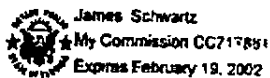
Agent/Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 14 day of December, 2000, by Cheryl Girk who is personally known to me or who has produced Florida Driver's Licenses as identification and who did take an oath.

Commission # \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

  
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