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Reply to: Cocoa Post Office Box

DEC 26 AM 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
12/18/00

Mariner Square
96 Willard Street, Suite 302
Post Office Box 1807
Cocoa, Florida 32923-1807
Telephone (321) 639-1320
Fax (321) 639-6690

Imperial Plaza
Suite B104
6769 N. Wickham Road
Melbourne, Florida 32940
Telephone (321) 259-6611
Fax (321) 259-6624

December 19, 2000

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

SUBJECT: GOOD TIMES SALOON, INC.

300003513433--4
-12/26/00--01115--003
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Incorporation for the above proposed Florida corporation, together with my check in the amount of \$78.75, for payment of the incorporation fee. Please file the enclosed Articles and return a certified copy to me. Thank you for your assistance in this matter.

Sincerely,


Mitchell S. Goldman

MSG/kje
Enclosures

P. 6/15

**ARTICLES OF INCORPORATION
OF
GOOD TIMES SALOON, INC.**

FILED
00 DEC 26 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopt the following Articles of Incorporation:

ARTICLE I

Name

EFFECTIVE DATE

12/18/00

The name of the corporation is **GOOD TIMES SALOON, INC.**

ARTICLE II

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.10 per share.

ARTICLE V

Initial Registered Office and Agent

The street address of the corporation's initial registered office, and the name of its initial registered agent at that office is as follows: GIANFRANCO ZABARONI, 440 KING STREET, COCOA, FLORIDA 32922.

The principal office of the corporation is as follows: 4795 State Road 46, Mims, Florida, 32754.

ARTICLE VI
Director

Section 6.1 Number. This corporation shall have one director (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The names and street addresses of the initial directors of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Gianfranco Zabaroni	4795 State Road 46 Mims, Florida 32754

ARTICLE VII
Incorporator

The name and street address of the incorporator of this corporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
Gianfranco Zabaroni	4795 State Road 46 Mims, Florida 32754

ARTICLE VIII
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

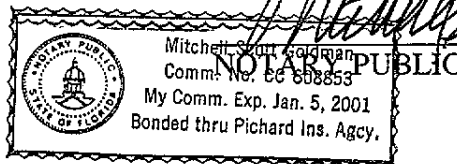
IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 14 day of Dec, 2000.


Gianfranco Zabaroni

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 14 day of Dec, 2000, by Gianfranco Zabaroni, who is personally known to me and having not sworn an oath.

My Commission Expires:



FILED

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

00 DEC 26 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

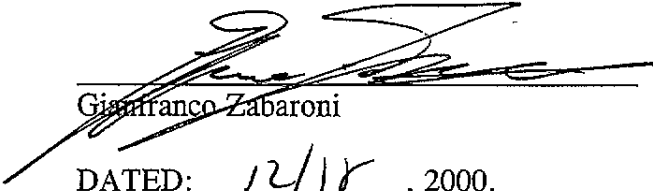
In compliance with FLA. STAT. Sections 48.091, 607.034, the following is submitted:

GOOD TIMES SALOON, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates Gianfranco Zabaroni as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 440 KING STREET, COCOA, FLORIDA 32922.


Gianfranco Zabaroni

DATED: 12/18, 2000.

Having been named to accept services 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.


Gianfranco Zabaroni

DATED: 12/18, 2000.