

Schlachta and Associates, Inc.

December 15, 2000

PO1000010782

Florida Department of State
PO Box 6327
Tallahassee, FL 32314

000003590350--9
-01/29/01--0111--005
****122.50 *****78.75

Re: Voodoo Restaurant and Lounge, Inc.

Gentlemen:

Enclosed please find the original and one copy of the articles of incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of the Articles of Incorporation, and fee for Registered Agent designation for the above named corporation.

Very truly yours,


Steven D. Schlachta

Voodoo Restaurant and Lounge, Inc.

MAILING ADDRESS OF THE CORPORATION

327 SOUTHWEST 40 TH. TERRACE
GAINESVILLE, FL 32607
TELEPHONE 352-256-2046

FILED
01 JAN 29 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


1/30

(2)

ARTICLES OF INCORPORATION
of

Voodoo Restaurant & Lounge, Inc

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Voodoo Restaurant & Lounge, Inc

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TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
112 S. Main Street		
CITY Gainesville	FLORIDA	ZIP 32602

Mailing address, if different:

STREET ADDRESS P. O. Box 938		
CITY Gainesville	FLORIDA	ZIP 32602

NAME		
ADDRESS		
CITY	FLORIDA	ZIP

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

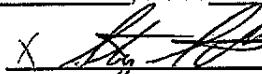
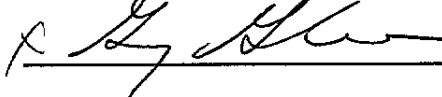
NAME Steven Schlachta		
ADDRESS 1735 NW 44th Ave.		
CITY Gainesville	STATE FL.	ZIP 32605
NAME Gregory O. Giordano		
ADDRESS 327 SW 40th Terrace		
CITY Gainesville	STATE FL	ZIP 32607
NAME		
ADDRESS		
CITY	STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME Steven Schlachta		
ADDRESS 1735 NW 44th Ave.		
CITY Gainesville	STATE FL	ZIP 32605
NAME Gregory O. Giordano		
ADDRESS 327 SW 40th Terria		
CITY Gainesville	STATE FL.	ZIP 32607
NAME		
ADDRESS		
CITY	STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 15 day of DECEMBER, 2000

X  (Signature)
X  (Signature)
____ (Signature)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED

01 JAN 29 AM 8:26

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Voodoo Restaurant and Lounge, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, organized under the laws of the State of Florida with its registered
office as indicated in the Articles of Incorporation

at 112 S. Main St. , Gainesville, FL. 32602

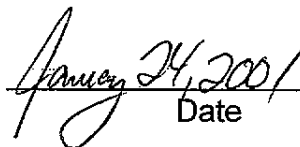
has named Steven Schlachta

located at the aforesaid address, as its registered agent to accept service of process within
this state.

Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the appointment
as registered agent and agree to act in this capacity. I further agree to comply with the
provisions of all statutes relating to the proper and complete performance of my duties, and I
am familiar with and accept the obligations of my position as registered agent.



Signature



Date