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March 15, 2001

Secretary of State  
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Articles of Incorporation  
Lucky Dill Downtown, Inc.

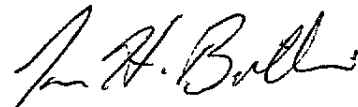
To whom it may concern:

Enclosed please find an original and one copy of the articles for the above-styled corporation.

The appropriate fee of \$122.50 is enclosed. Please file the same and return a certified copy to my office in the self addressed envelope that I have provided for your convenience.

Thank you and if you have any questions, please feel free to call my office.

Sincerely,



Tom H. Billiris, Esq.

THB/jw

000003893210--9  
-03/22/01--01088--006  
\*\*\*\*122.50 \*\*\*\*\*78.75

FILED  
01 MAR 22 AM 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch MAR 27 2001

Articles of Incorporation  
of  
LUCKY DILL DOWNTOWN, INC.

FILED  
01 MAR 22 AM 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article One: Name

The name of this corporation is LUCKY DILL DOWNTOWN, INC.

Article Two: Purposes

The purpose for which this corporation is formed is to engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

Article Three: Registered Office; Registered Agent

The address of the initial registered office of the corporation is 36750 U.S. 19 N., Apt. 2114, Palm Harbor, Florida 34684, and the name of its initial registered agent at such address is JASON GILCHRIST MITOW.

Article Four: Principal Office

The business address of the corporation's principal office is 400 N. Tampa Road, Suite 100, Tampa, Florida 33602

Article Five: Duration

The period of this corporation's duration is perpetual.

Article Six: Directors

(a) The number of directors constituting the initial board of directors is one, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Address
JASON GILCHRIST MITOW	400 N. Tampa Road, Suite 100, Tampa, Florida 33602

(b) The number of directors of the corporation set forth in Clause (a) of this Article shall constitute the authorized number of directors until changed by an amendment of articles of incorporation or by a bylaw duly adopted by the vote or written consent of the holders of a majority of the then outstanding shares of stock in the corporation.

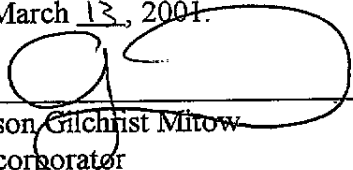
## Article Seven: Incorporators

The names and addresses of the incorporators are:

Name	Address
Jason Gilchrist Mitow,	400 N. Tampa Road, Suite 100, Tampa, Florida 33602

## Article Eight: Capitalization

The total number of shares of all classes of stock which the corporation shall have authority to issue is 1,000 shares of common stock at \$0.00 par value each. This Article can be amended only by the vote or written consent of the holders of 51% of the outstanding shares. For the purpose of forming a corporation under the laws of Florida, we, the undersigned, have personally executed these articles of incorporation on March 13, 2001.

  
\_\_\_\_\_  
Jason Gilchrist Mitow  
Incorporator

State of Florida       )  
County of Pinellas   )

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of March, 2001, by JASON GILCHRIST MITOW who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath \_\_\_\_\_

Notary Public

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



Acceptance of Duties By Registered Agent of  
LUCKY DILL DOWNTOWN, INC.

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: 3/13/01

  
JASON GILCHRIST MITOW  
Registered Agent  
LUCKY DILL DOWNTOWN, INC.