

P01000071428

LAW OFFICES OF JUSTIN G. JOSEPH, P.A.
ATTORNEYS AT LAW

Justin G. Joseph
David P. Folkenflik
Theodore R. Culbertson
Creighton P. Shafer

1266 S. Pinellas Avenue.
Tarpon Springs, FL 34689
Tel : 727-938-2227
Fax : 727-938-8447

July 13, 2001

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

600004484596--8
-07/18/01--01062--023
*****70.00 *****70.00

Re: Ballyhoo's Conch House Grill, Inc.

Dear Sir(s):

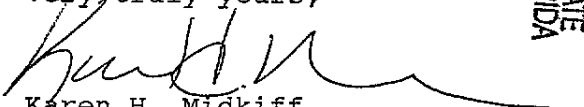
Enclosed for filing with your office, please find proposed Articles of Incorporation for Ballyhoo's Conch House Grill, Inc.

Additionally, I am enclosing our client's check in the amount of \$70.00 to cover the following itemized expenses:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ <u>35.00</u>
TOTAL	\$ 70.00

Thank you for your assistance in this matter.

Very truly yours,


Karen H. Midkiff

KHM
Enclosure(s)

01 JUL 19 01:15:15
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESLER JUL 20 2001

ARTICLES OF INCORPORATION

OF

BALLYHOO'S CONCH HOUSE GRILL, INC.

FILED
01 JUL 18 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned JOHN C. FRAGALE does hereby make, subscribe, acknowledge and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The names of this corporation shall be BALLYHOO'S CONCH HOUSE GRILL, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted is for the purpose of operating an restaurant business.

The corporation is organized for the purpose of transacting any and all other lawful business and is organized to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Thousand (100) shares of common stock with par value of One Dollar (\$1.00).

The initial stockholders shall be JOHN C. FRAGALE . Initial stock issued shall be One Thousand Shares (1000) shares to JOHN C. FRAGALE.

The 1000 shares held by the initial stockholders as listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining stockholders

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 1266 S. Pinellas Avenue, Tarpon Springs, Florida, and the name of the initial registered agent of this corporation at that address is JUSTIN G. JOSEPH.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

ARTICLE VII

OFFICERS OF THE CORPORATION

The officers of the corporation shall be JOHN C. FRAGALE President and Secretary.

ARTICLE VIII

INCORPORATORS

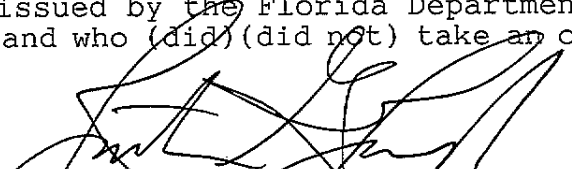
The name and address of the initial incorporator to these Articles of Incorporation are:


John C. Fragale

1671 Sand Hollow Lane
Palm Harbor, FL 34683

STATE OF FLORIDA)
) SS:
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 13 day of July, 2001, by JOHN C. FRAGALE, who is personally known to me or who has produced () a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; () a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; () a U.S. Military I.D.; () a Canadian or Mexican Driver's License issued by an official agency; () for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did)(did not) take an oath.



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:

BALLYHOO'S CONCH HOUSE GRILL, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Orlando, State of Florida, has named JUSTIN G. JOSEPH, located at 1266 S. Pinellas Avenue, Tarpon Springs, Florida 34689 as its agent to accept service of process within Florida.

SIGNATURE: JG Joseph
TITLE: INCORPORATOR
DATE: 7-13-01

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept 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.

Justin G. Joseph
7-13-01
Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUL 18 AM 10:15

FILED