PO100073093

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 01 JUL 23 AH II:55

SECRETALLAHASSEE, FLORIDA

| SUBJECT: | VICTORY CIRCLE | SPORTS PUB, IN | IC. |
|--|--|---|--|
| (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) | | | |
| Enclosed is an origina | al and one(1) copy of the article | | 300004492693- -07/24/01010150 ******87.50 *****8 |
| S70.00 Filing Fee | □ \$78.75 Filing Fee & Certificate of Status | S78.75 Filing Fee & Certified Copy ADDITIONAL CO | S87.50 Filing Fee, Certified Copy & Certificate of Status PPY REQUIRED |
| FROM: | Lori-Ann McCumiskey | | |
| | Name (Printed or typed) | | |
| 5537 Executive Drive C-8 Address New Port Richey, Florida 34652 City, State & Zip | | | |
| | | | |
| | | | 652 |
| | | | |
| | (727) 845-9898 | - | - |

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

ARTICLES OF INCORPORATION

OF

FILED

01 JUL 23 AM II: 55

SECTAL DE STATE
TALLAHASSEE, FLORIDA

VICTORY CIRCLE SPORTS PUB, INC.

ARTICLE I - NAME

The name of the Corporation is VICTORY CIRCLE SPORTS PUB, INC., (hereinafter, "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 13330 US Highway 19, Hudson, Florida 34667 and the mailing address is the same.

ARTICLE III - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - SHARES

- 4.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).
- 4.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
- 4.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.
- 4.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 4.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

VICTORY CIRCLE SPORTS PUB, INC.

4.6 The Board of Director(s) of the Corporation may, by restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE V – OFFICERS

The officers of the Corporation shall be:

President:

Bradley L. Beall

Secretary:

Elizabeth S. Beall

Treasurer:

Elizabeth S. Beall

Whose address shall be the same as the principal office of the Corporation.

The Director of the Corporation shall be:

Bradley L. Beall

Whose address shall be the same as the principal office of the Corporation.

ARTICLE VI – REGISTERED AGENT

The name and address of the registered agent of this Corporation is Bradley L. Beall 13330 US Highway 19, Hudson, Florida 34667.

<u>ARTICLE VII – INCORPORATOR</u>

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

Lori-Ann McCumiskey 5537 Executive Drive C-8 New Port Richey, Florida 34652

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Lori-Ann McCumiskey, Incorporator