

PO1000004878
BGV

Bryan G Vincent

571 Grand Cayman Cir~ Lakeland, FL 33803
Phone 941 299 7030 ~ Fax 941 644 0908~ Email BGVALLSTAR@aol.com

August 02, 2001

Florida Dept of State
Division of Corporations
New Filings Section
P O Box 6327
Tallahassee, FL 32314

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-08/27/01--01087--008
*****78.75 *****78.75

RE: Incorporation

To whom this may concern:

Please find enclosed Articles of Incorporation for Salt Water Grill, Inc.
Check in the amount of \$78.75 for filing fees, and certified copy.

Sincerely



Bryan G. Vincent
lea

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ps 8/28/01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
Salt Water Grill, Inc.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the Corporation is **Salt Water Grill, Inc.**

**ARTICLE II - Principal Office
and Mailing Address of the corporation**

The address of the principal office of the corporation is **Salt Water Grill Inc., 571 Grand Cayman Cir
Lakeland, Fla. 33803**, and its mailing address is the same.

ARTICLE III - Commencement and Duration

The corporation is to commence its corporate existence effective immediately, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - Stock

The corporation is authorized to issue **one million (100,000,000)** shares of \$1.00 par value common stock, which shares shall be a single class.

ARTICLE VI - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and

affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial director who shall hold office until his successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

<u>Name</u>	<u>Business Address</u>
Bryan G. Vincent	571 Grand Cayman Cir Lakeland, FL 33803

ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal any bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE X - Amendment

These Article of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at the regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE XI - Incorporator


The name and address of the Incorporator to these Article of Incorporation are:

<u>Name</u>	<u>Business Address</u>
Bryan G. Vincent	571 Grand Cayman Cir Lakeland, FL 33803

ARTICLE XI - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is **571 Grand Cayman Cir
Lakeland, FL 33803** and the name of the initial registered agent of the corporation at that address is
**Bryan G. Vincent, 571 Grand Cayman Cir, Lakeland, FL 33803. Daytime contact number is 863 206
4447 Cell**

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of
Incorporation this 20 day of August, 2001.

 (Seal)
Bryan G. Vincent, Incorporator

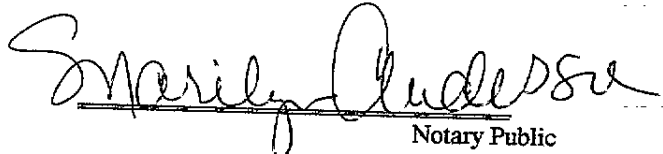
STATE OF FLORIDA)
COUNTY OF POLK)

Before me, the undersigned authority, an officer duly authorized to administer oaths and take
acknowledgments, personally appeared **Bryan G. Vincent**, Who ☐ is personally known to me or ☐ who
has produced _____ as identification.

Witness my hand official seal this 20 day of August, 2001.

(NOTARIAL SEAL)




Notary Public



BGV'S INC. CORPORATE ADDRESS
571 Grand Cayman Circle
Lakeland, FL 33803
Phone 941 299 7030~ Fax 941 644 0908

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Tallahassee, FL 32314

**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 607.0501 of the Florida General Corporation Act, the following is submitted:

Salt Water Grill, Inc., with its place of business at 571 Grand Cayman Cir., Lakeland, FL, 33803, has named
Bryan G Vincent, located at 571 Grand Cayman Cir., Lakeland, FL, 33803, as its agent to accept service for process
within Florida

Dated: 8/20/2001

Signature [Signature]

Having been named to accept service for 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, and I am familiar with and accept the duties
and obligations of Chapter 607 of the Florida General Corporation Act.

Dated: 8/20/2001

Signature [Signature]

Sincerely,

Bryan G. Vincent
lea