

POL000102465

Katherine E. Wynn
6840 Hearthside Drive
Prince George, Virginia 23875
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Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32301

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-09/28/01--01065--002
*****78.75 *****78.75

Attention: Division of Corporations

Re: Articles of Incorporation For
CHAMPS' Sports Bar & Grille, Inc.
(a corporation for profit)

Gentlemen:

Enclosed herein please find an original and one copy of properly executed Articles of Incorporation and Acceptance of Resident Agent for **CHAMPS' Sports Bar & Grille**, a for profit corporation, for filing. Also, enclosed is our check in the amount of \$78.75, made payable to Florida Secretary of State, to cover the following costs:

Filing Fee for Articles of Incorporation	\$35.00
Resident Agent Fee	\$35.00
Certified Copy Fee	\$ 8.75
TOTAL	\$78.75

Please forward the certified copy of the Articles of Incorporation to the undersigned at the address set forth above. Thank you for your courteous cooperation.

Sincerely yours,

Katherine E. Wynn

FILED
OCT 23 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosure:

Original and one copy of Articles of Incorporation
Check for Filing Fee

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W01-22680
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 1, 2001

KATHERINE E. WYNN
6840 HEARTHSIDE DR
PRINCE GEORGE, VA 23875

SUBJECT: CHAMPS' SPORTS BAR GRILLE, INC.
Ref. Number: W01000022680

We have received your document for CHAMPS' SPORTS BAR GRILLE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 501A00055164

ARTICLES OF INCORPORATION
OF
CHAMPS' Sports Bar & Grille, Inc.

FILED
01 OCT 23 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act and the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I

Name and Address

The name of this Corporation shall be CHAMPS' Sports Bar & Grille, Inc. The street address of the Corporation is: 3103 Broadpoint Drive, Port Charlotte, Florida 33983.

ARTICLE II

Term of Existence

This Corporation shall have perpetual existence, commencing on the date of this filing of these articles of incorporation with the Florida Secretary of State.

ARTICLE III

Purpose

This Corporation shall have the power to engage in any lawful business activity for which Corporations may be organized for under the laws of the State of Florida.

ARTICLE IV

Powers

The Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.

(b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V

Capital Stock

This Corporation is authorized to issue 10,000 shares of \$0.01 par value common stock, which shall be designated "Common Shares".

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 18501 Murdock Circle, Suite 307, Port Charlotte, Florida 33983, and the name of its initial registered agent at such address is Richard J. Rosenbaum.

ARTICLE VII

Board of Directors

This Corporation shall have two (2) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time as provided in the Corporation's Bylaws, but shall never be less than one (1). The names and addresses of the initial Board of Directors of the Corporation are:

Katherine E. Wynn, President, 6840 Hearthside Drive, Prince George, VA 23875; Michael P. Wynn, Vice President, 7774 Faldo Place, Carlsbad, CA 92009.

ARTICLE VIII

Incorporator

The name and address of the incorporator signing these Articles of Incorporation is Katherine E. Wynn, 6840 Hearthside Drive, Prince George, VA 23875.

ARTICLE IX

Indemnification

The Corporation shall indemnify and hold harmless any Officer or Director or any former Officer or Director to the full extent of the law.

ARTICLE X

Bylaws

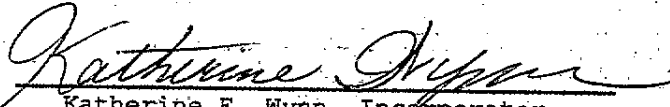
The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors of this Corporation.

ARTICLE XI

Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned sole incorporator has executed these Articles of Incorporation, this 25th day of September, 2001.


Katherine E. Wynn, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Corporation, at the place designated herein, 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.



William R. Wynn

Dated this 17th day of October, 2001.

FILED
01 OCT 23 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA