



William L. Vinson

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October 23, 2001

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

Re: **Sundown Saloon, Inc.**

Gentlemen:

Articles of Incorporation for the above named proposed Florida corporation are enclosed for filing. Also enclosed a check in the amount of \$70.00, representing payment of the following:

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

Thank you for your assistance in this matter.

Sincerely,

William L. Vinson

FILED
01 OCT 25 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PS 10/26/01

ARTICLES OF INCORPORATION

OF

Sundown Saloon, Inc.

FILED

01 OCT 25 AM 11:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. CORPORATE NAME

The name of this corporation is: Sundown Saloon, Inc.

II. PRINCIPAL OFFICE OR MAILING ADDRESS

The principal place of business and the mailing address of this corporation are:

110 S. Levis Avenue, Tarpon Springs, Florida 34689

III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock

V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The name and address of the initial Registered Agent of this Corporation are:

William L. Vinson
110 S. Levis Avenue
Tarpon Springs, Florida 34689

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

VII. BOARD OF DIRECTORS.

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

VIII. INCORPORATOR.


The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

William L. Vinson
110 S. Levis Avenue
Tarpon Springs, Florida 34689

IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 23 day of October, 2001.



WILLIAM L. VINSON
Incorporator

FILED

01 OCT 25 AM 11:40

**CERTIFICATE DESIGNATING PLACE OF BUSINESS, SECRETARY OF STATE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, TALLAHASSEE, FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Sundown Saloon, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 110 S. Levis Avenue, Tarpon Springs, County of Pinellas, State of Florida, has named William L. Vinson, located at 110 S. Levis Avenue, Tarpon Springs, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



WILLIAM L. VINSON
Registered Agent