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TRANSMITTAL LETTER

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TALLARASSEE, FLORIDA

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

Sassy's Taverns, Inc.

SOMECT.	(PROPOSED CORPORA	ATE NAME – MUST INCL	UDE SUFFIX)	_	
Enclosed is an origin	al and one(1) copy of the artic	eles of incorporation and a	check for :		
\$70.00 Filing Fee	S78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy ADDITIONAL CO	EXS87.50 Filing Fee, Certified Copy & Certificate of Status DPY REQUIRED		
FROM		Printed or typed)		.I	· · · · · · · · · · · · · · · · · · ·
	1814 Pontiac Cir			004698 -11/29/01(*****87.50	:0405)1039013 *****87.50
	Melbourne, Flo	rida 32935			
	City, State & Zip (321) 259-3925 or (321) 725-0363			-	
	Daytime Telephone number				

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

ARTICLES OF INCORPORATION OF SASSY'S TAVERNS, INC.

The undersigned subscriber to the articles of incorporation, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1

NAME

The name of this corporation shall be:

SASSY'S TAVERNS, INC.



GENERAL NATURE OF BUSINESS

The general nature of business or businesses of the corporation and objects and purposes proposed to be transacted, promoted, or carried on by it, are as follows:

- 1. To engage in, conduct, and carry on business, or own and operate nightclubs, taverns, pubs, or bars for onsite consumption of alcoholic beverages, and/or own and operate retail alcoholic beverage package stores.
- 2. To engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time is five hundred (500) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE 4

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE 5

DURATION

This corporation is to exist perpetually.

ARTICLE 6

INITIAL REGISTERED OFFICE AND AGENT

The initial street address in Florida of the principal office of the corporation shall be 1814 Pontiac Circle North, Melbourne, Florida, 32935, and the name of the initial registered agent of this corporation at that address is Ira A. Runyan.

ARTICLE 7

DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

NAME Ira A. Runyan **ADDRESS**

1814 Pontiac Circle North Melbourne, Florida 32935

ARTICLE 8

INITIAL OFFICERS

The name and addresses of this corporation's initial officers shall be:

NAME

ADDRESS

Ira A. Runyan - President

1814 Pontiac Circle North Melbourne, Florida 32935

Beverly Bailey Runyan- Vice President

1814 Pontiac Circle North Melbourne, Florida 32935

ARTICLE 9

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE 10

INCORPORATOR

The name and address of the incorporator is:

Ira A.. Runyan 1814 Pontiac Circle North Melbourne, Florida 32935

The undersigned subscriber and incorporator has executed these Articles of Incorporation this 277 Day of November 2001.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

First, that Sassy's Taverns, Inc. desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at City of Melbourne, County of Brevard, State of Florida, has named Ira A. Runyan, located at 1814 Pontiac Circle North, City of Melbourne, County of Brevard, State of Florida as its agent to accept service of process within this State

ACKNOWLEDGMENT:

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.

Ira A. Runyan

Registered Agent

re a. Ruyan

Ira A. Runyan Incorporator