

**CORPORATE
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INC.**

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Articles

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1.) Home Run Sports Bar + Grill, Inc
(CORPORATE NAME & DOCUMENT #)

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2.) _____
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(CORPORATE NAME & DOCUMENT #)

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ARTICLES OF INCORPORATION

OF

HOME RUN SPORTS BAR & GRILL, INC.

The undersigned subscribers being natural persons competent of contract hereby file the following Articles of Incorporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

Name: The name of the corporation is **HOME RUN SPORTS BAR & GRILL, INC.**

ARTICLE II

Duration: This corporation shall exist perpetually.

ARTICLE III

Purpose: The purpose of this corporation is to have and exercise any and all powers necessary or convenient to effect its purpose and to otherwise engage in any lawful business permitted under the laws of the State of Florida.

ARTICLE IV

Capital Stock: This corporation is authorized to issue 10,000 shares of capital stock. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V

Initial Registered Office and Agent: The street address of the initial registered office of the corporation is 1643 Donna Road, West Palm Beach, Florida 33409, and the registered agent is Donald J. Freeman, Esq.

The street address of the principal office of the corporation is 1643 Donna Road, West Palm

Beach, Florida 33409.

ARTICLE VI

Pre-Emptive Rights: Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VII

Initial Board of Directors: This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of the corporation is as follows:

Vance F. Carpenter	1643 Donna Road
	West Palm Beach, Florida 33409

ARTICLE VIII

Incorporators: The name and address of the person signing these Articles is Vance F. Carpenter, 1643 Donna Road, West Palm Beach, Florida 33409.

ARTICLE IX

By-Laws: The power to adopt, alter or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X

Indemnification: The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed from the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of

Incorporation at West Palm Beach, Florida this 2nd day of July, 2002.


VANCE F. CARPENTER

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared VANCE F. CARPENTER, to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF I have hereunto set my hand and official seal in the county and state last aforesaid this 2nd day of July, 2002.



Sherie D. Travers
MY COMMISSION # CC985105 EXPIRES
December 12, 2004
BONDED THRU TROY FAIN INSURANCE, INC.


NOTARY PUBLIC

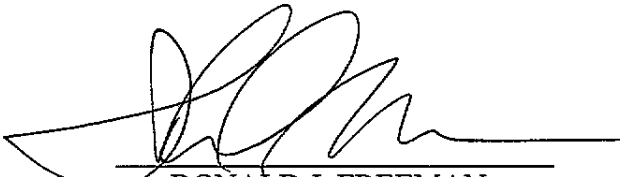
My Commission Expires:

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: **HOME RUN SPORTS BAR & GRILL, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of West Palm Beach, Palm Beach County, State of Florida, has named Donald J. Freeman, Esq., as its agent to accept service of process within this State.

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping said office.



DONALD J. FREEMAN

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