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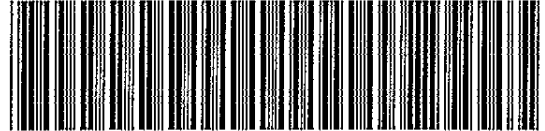
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
03 JAN -2 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 1, 2003

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

SUBJECT: Red Top Cafe, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for the Filing Fee and Certificate of Status (\$78.75).

FROM: Jeffery Strickland
P.O. Box 631
Apalachicola, FL 32329

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03 JAN -2 PM 4: 05

**ARTICLES OF INCORPORATION
Of
Red Top Café, Inc.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I – Name

The name of the corporation shall be:

Red Top Café, Inc.

ARTICLE II – Principal Office

The principal place of business and mailing address of this corporation shall be:

Mailing Address

P.O. Box 631
Apalachicola, FL 32329

Principal Place of Business

238 Highway 98 West
Apalachicola, FL 32320

ARTICLE III – Purpose

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

ARTICLE IV - Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares of common stock

ARTICLE V – Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent are:

Jeffery Strickland
600 Smith Road
Apalachicola, FL 32320


ARTICLE VI – Incorporators

The names and street addresses of the incorporators for these Articles of Incorporation and the initial officers of the Corporation are as follows:

Jeffery Strickland
600 Smith Road
Apalachicola, FL 32320


The undersigned incorporator has executed these Articles of Incorporation this the 1st day of January, 2003.

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03 JAN -2 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Jeffery Strickland/Incorporator

1-1-03
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Jeffery Strickland/Registered Agent

1-1-03
Date