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(Business Entity Name)

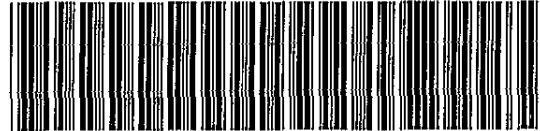
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RECEIVED
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DIVISION OF CORPORATION
FILED
03 JAN 17 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Red Sail of Pinellas, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

**ARTICLES OF INCORPORATION
OF
RED SAIL OF PINELLAS, INC.**

FILED
03 JAN 17 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person, competent to contract, and hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be RED SAIL OF PINELLAS, INC.

ARTICLE II - NATURE OF BUSINESS

The purpose of this Corporation is to engage in every aspect of restaurant operation and engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, each share having \$0.10 par value per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the original registered office of this corporation shall be 11180 126th Avenue N., Largo, Florida 33778, and the name of the initial registered agent of this Corporation at that address is STEVEN COMBS.

ARTICLE VI - DIRECTORS

The number of Directors may be increased from time to time in the manner set forth in the By-Laws, but the number of Directors shall never be less than one (1).

ARTICLE VII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
STEVEN COMBS	11180 126th Avenue N. Largo, Florida 33778

The person named as Director of the Corporation is of full age and a resident of the United States.

ARTICLES VIII - INITIAL OFFICERS

The Corporation's initial officers shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
STEVEN COMBS, President	11180 126th Avenue N. Largo, Florida 33778
STEVEN COMBS, Secretary/Treasurer	11180 126th Avenue N. Largo, Florida 33778

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is STEVEN COMBS, whose address is 11180 126th Avenue N., Largo, Florida 33778.

ARTICLE X - BY-LAWS

The initial By-Laws of the Corporation shall be adopted by the Board of Directors at the organizational meeting; thereafter the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Shareholders of the Corporation.

ARTICLE XI - PRINCIPAL OFFICE

The principal office of this Corporation shall be 11180 126th Avenue N., Largo, Florida 33778, and the mailing address of this Corporation shall also be 11180 126th Avenue N., Largo, Florida 33778.

IN WITNESS WHEREOF, we have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 16th day of January, 2003.


STEVEN COMBS, Incorporator

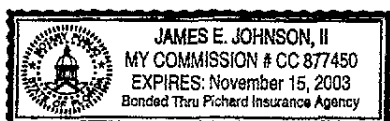
STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared STEVEN COMBS, who provided FL Driver License as identification and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State of named above this 16th day of January, 2003.

My Commission Expires:


NOTARY PUBLIC



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

STEVEN COMBS (name of president goes here)

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

That Red Sail of Pinellas, 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 Largo, County of
Pinellas, State of Florida, has named STEVEN COMBS located at 11180 126th Avenue N., Largo,
Florida 33778, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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


STEVEN COMBS
as Registered Agent

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03 JAN 17 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA