

**Electronic Articles of Incorporation
For**

**P04000010571
FILED
January 14, 2004
Sec. Of State**

SANDBAR GRILL, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
SANDBAR GRILL, INC.

Article II

The principal place of business address:
17458 FRONT BEACH ROAD
PANAMA CITY BEACH, FL. 32417

The mailing address of the corporation is:
17458 FRONT BEACH ROAD
PANAMA CITY BEACH, FL. 32417

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
1000

Article V

The name and Florida street address of the registered agent is:
MICHAEL A MALAUSKY
17458 FRONT BEACH ROAD
PANAMA CITY BEACH, FL. 32417

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MICHAEL A. MALAUSKY

Article VI

The name and address of the incorporator is:

MICHAEL A. MALAUSKY
350 GREENWOOD CIRCLE
PANAMA CITY BEACH, FLORIDA 32408

Incorporator Signature: MICHAEL A. MALAUSKY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
MICHAEL A MALAUSKY
350 GREENWOOD CIRCLE
PANAMA CITY BEACH, FL. 32408

Title: VP
JOSEPH R SMITH
350 GREENWOOD CIRCLE
PANAMA CITY BEACH, FL. 32408

Article VIII

The effective date for this corporation shall be:

01/13/2004