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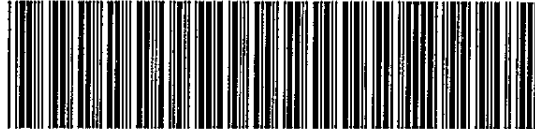
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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ALE HOUSE MANAGEMENT

Direct Telephone Line: (561)744-3100

Direct Facsimile Line: (561)744-3111

February 2, 2004

Via Fed Ex

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

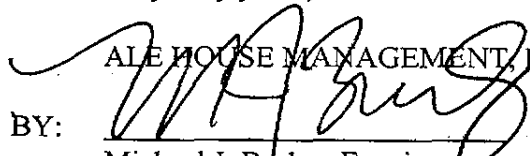
Re: Whiskey Chicks, Inc.

To Whom it May Concern:

Enclosed herewith are the Articles of Incorporation for **Whiskey Chicks, Inc.** along with our check for \$70.00 representing the filing fee. Please file the Articles and send confirmation to us at the address below as soon as possible.

Thank you and if you have any questions, please do not hesitate to call.

Very truly yours,


ALE HOUSE MANAGEMENT, INC.
BY: _____
Michael J. Burley, Esquire
Vice President of Legal Affairs

MJB:ve
Enclosures

ARTICLES OF INCORPORATION
OF
WHISKEY CHICKS, INC.

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TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation is **WHISKEY CHICKS, INC.**

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose of the corporation is to engage in the restaurant/nightclub business and for any other activities or business permitted under the laws of the United States and Florida.

ARTICLE IV
(AUTHORIZED SHARES)

The aggregate number of shares that the corporation shall have the authority to issue is: One Thousand (1,000) shares of capital common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The initial street address in Florida of the initial registered office of the corporation is 612 N. Orange Avenue, Suite C-6, Jupiter, Florida 33458 and the name of the initial registered agent at such address is: JACK W. MILLER.

ARTICLE VI

The initial board of directors shall consist of one member who is the registered agent,
JACK W. MILLER, whose place of business is at 612 North Orange Avenue, Suite C-6, Jupiter,
Florida 33458. The officers of the corporation shall be as follows:

JACK W. MILLER - PRESIDENT
612 North Orange Avenue
Suite C-6
Jupiter, Florida 33458

RAY HOLDEN - VICE PRESIDENT OF OPERATIONS
612 North Orange Avenue
Suite C-6
Jupiter, Florida 33458

THOM PATTERSON - VICE PRESIDENT OF DEVELOPMENT
612 North Orange Avenue
Suite C-6
Jupiter, Florida 33458

KATE GRANGARD - VICE PRESIDENT OF FINANCE
612 North Orange Avenue
Suite C-6
Jupiter, Florida 33458

MICHAEL J. BURLEY - VICE PRESIDENT OF LEGAL AFFAIRS
612 North Orange Avenue
Suite C-6
Jupiter, Florida 33458

ARTICLE VII

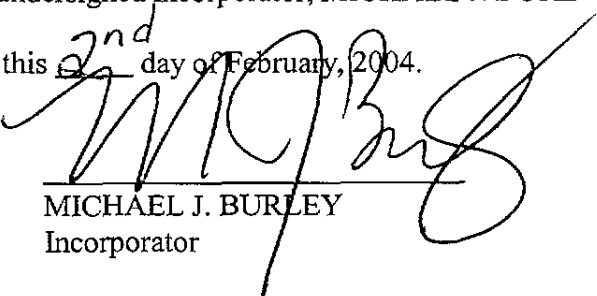
The name and address of the initial incorporator is as follows:

MICHAEL J. BURLEY
612 N. Orange Avenue
Suite C-6
Jupiter, Florida 33458

ARTICLE VIII

There shall be no cumulative voting.

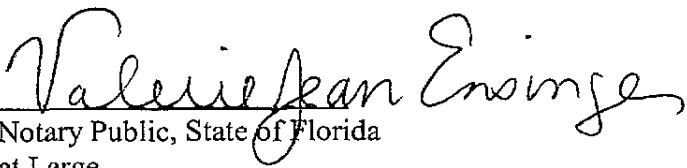
IN WITNESS WHEREOF, the undersigned Incorporator, MICHAEL J. BURLEY, has executed these Articles of Incorporation on this 2nd day of February, 2004.

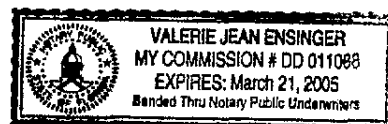

MICHAEL J. BURLEY
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

BE IT KNOWN that on the 2nd day of February, 2004, before me, a Notary Public, duly commissioned in and for the above County and State, personally appeared MICHAEL J. BURLEY and personally known to me to be the same person described in and who executed the Articles of Incorporation, to be his act and deed, and did take an oath.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of Office the day and year last above written.

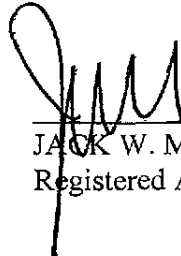

Notary Public, State of Florida
at Large
Valerie Jean Ensinger
Printed Name of Notary Public
My Commission Expires: March 21, 2005



**CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034 of the Florida Statutes, the following is submitted: **WHISKEY CHICKS, INC.** desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 612 N. Orange Avenue, Suite C-6, Jupiter, Florida 33458, has named **JACK W. MILLER**, as its agent to accept service of process within Florida.

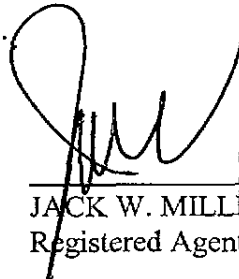
DATED this 2nd day of February, 2004.



JACK W. MILLER
Registered Agent

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 2nd day of February, 2004.



JACK W. MILLER
Registered Agent

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TALLAHASSEE, FLORIDA

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