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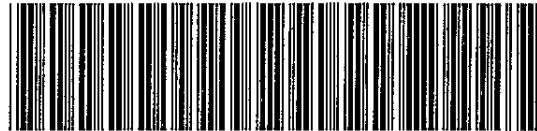
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**BOOTH AND COOK, P.A.**  
ATTORNEYS AT LAW

STEPHEN C. BOOTH  
J. HARRIS COOK

\*\*\*\*\*

Ridgewood Executive Center  
7510 Ridge Road  
Port Richey, Florida 34668  
Telephone: 727/842-9105  
Fax: 727/848-7601

February 3, 2004

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

Re: **DOWNTOWN LOUNGE, INC.**

To Whom It May Concern:

Enclosed herein please find original and copy of Articles of Incorporation for **DOWNTOWN LOUNGE, INC.** for filing. Also enclosed is my check in the amount of \$70.00 to cover costs. I would request that you please return the enclosed copy of Articles to me indicating the date of filing.

Your prompt attention to this matter is appreciated.

Very truly yours,



ROXANNE BARTZ  
Legal Assistant

*ARTICLES OF INCORPORATION*  
OF  
**DOWNTOWN LOUNGE, INC.**

**FILED**  
**04 FEB -4 PM 12:58**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*ARTICLE I. - NAME*

The name of this corporation is **DOWNTOWN LOUNGE, INC.**

*ARTICLE II. - PURPOSE*

This corporation is organized for the purposes of engaging in any and all lawful business permitted under the laws of the United States and of the State of Florida.

*ARTICLE III. - STOCK*

This corporation is authorized to issue One Thousand Five Hundred (1,500) shares of One Dollar (\$1.00) par value common stock.

*ARTICLE IV. - EXISTENCE & COMMENCEMENT*

This corporation shall have perpetual existence and its existence shall commence upon the filing of these Articles.

*ARTICLE V. - PRINCIPAL OFFICE*

The street address of the principal office is: **7914 Leota Lane, New Port Richey, Florida 34653**

*ARTICLE VI. - REGISTERED AGENT & ADDRESS*

The name and address of the initial registered agent of this corporation is:

**Matthew P. Davis, 7914 Leota Lane, New Port Richey, Florida 34653**

*ARTICLE VII. - 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 names and addresses of the initial directors of this corporation are:

**Matthew P. Davis, 7914 Leota Lane, New Port Richey, Florida 34653**

*ARTICLE VIII. - INDEMNITY OF OFFICERS & DIRECTORS*

The corporation shall indemnify any officer or director to the full extent permitted by law.

*ARTICLE IX. - INCORPORATOR(S)*

The names and street addresses of the incorporator(s) signing these Articles are as follows:

**Matthew P. Davis, 7914 Leota Lane, New Port Richey, Florida 34653**

**IN WITNESS WHEREOF**, the undersigned subscribers have executed these Articles of Incorporation this 24 day of February, 2004.

  
\_\_\_\_\_  
**MATTHEW P. DAVIS**

**IN WITNESS WHEREOF**, the undersigned, having been named as registered agent in these articles of incorporation and to accept service of process for the above corporation at the place designated in these articles of incorporation, 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.

  
\_\_\_\_\_  
**MATTHEW P. DAVIS as Registered Agent**

STATE OF FLORIDA  
COUNTY OF PASCO

The foregoing instrument, Articles of Incorporation, was acknowledged before me this 3rd day of February, 2004, by **Matthew P. Davis**, ☒ who is personally known to me, or ☐ who has produced \_\_\_\_\_ as identification.

Roxanne Bartz  
NOTARY PUBLIC:  
(Print, type or stamp name of Notary)  
(Commission Number and Expiration Date)



THIS INSTRUMENT PREPARED BY:  
**J. HARRIS COOK, Esquire**  
Booth & Cook, P.A.  
7510 Ridge Road  
Port Richey, FL 34668  
Telephone: (727) 842-9105