

**Electronic Articles of Incorporation
For**

P04000075092
FILED
May 10, 2004
Sec. Of State
bmcknight

"WHAT'S-UP!" BAR & GRILLE, 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:

"WHAT'S-UP!" BAR & GRILLE, INC.

Article II

The principal place of business address:

2632 PEMBERTON DR.
SUITE 102
APOPKA, FL. 32703

The mailing address of the corporation is:

2632 PEMBERTON DR.
SUITE 102
APOPKA, FL. 32703

Article III

The purpose for which this corporation is organized is:

ENTERTAINMENT COMPLEX

Article IV

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

100

Article V

The name and Florida street address of the registered agent is:

CRAIG R WALLACE
9511 BEAR LAKE C IRCLE
APOPKA, FL. 32703

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

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Registered Agent Signature: CRAIG WALLACE

Article VI

The name and address of the incorporator is:

CRAIG WALLACE
9511 BEAR LAKE CIRCLE
APOPKA, FL 32703

Incorporator Signature: CRAIG WALLACE

Article VII

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

Title: P
CRAIG R WALLACE
2632 PEMBERTON DR. SUITE 102
APOPKA, FL. 32703