P04000169795

| (Requestor's Name) | | | |
|---|--|--|--|
| (Address) | | | |
| (Address) | | | |
| (City/State/Zip/Phone #) | | | |
| PICK-UP WAIT MAIL | | | |
| (Business Entity Name) | | | |
| (Document Number) | | | |
| Certified Copies Certificates of Status | | | |
| Special Instructions to Filing Officer: | | | |
| | | | |
| | | | |
| | | | |

Office Use Only



400043424204

12/20/04--01035--001 **78.75

SANCE OF FILE STATE

F 12 polo4

GESCHEIDT AND FOREMAN

RICHARD A. GESCHEIDT

JAMES L. FOREMAN (1926-1994)

THE ARBOR • SUITE 320 400 SOUTH DIXIE HIGHWAY BOCA RATON, FLORIDA 33432-6023

TELEPHONE 561-395-6700 FACSIMILE 561-395-6774 E-MAIL geschel@attglobal.net

December 17, 2004

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

Re: HR Bar & Grill, Inc.

Dear Sir:

Enclosed are an original and one (1) copy of the Articles of Incorporation for H R Bar & Grill, Inc. and a check for \$78.75 representing the filing fee and one (1) certified copy. I would appreciate your returning the certified copy to me in the enclosed Fedex envelope (airbill attached).

Should you have any question or comments, please fell free to contact me.

Yours truly,

HEIDT AND FOREMAN

Richard A. Gescheidt

RAG:dg enclosures

VIA: Federal Express

ARTICLES OF INCORPORATION

2004 DEC 20 PH 2: 10

OF

ALLAHASSÉÉ FLORIDA

HR Bar and Grill, Inc.

We, the undersigned, hereby associate ourselves for the purpose of becoming incorporated under the laws of the State of Florida under the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be H R Bar and Grill, Inc.

ARTICLE II

The principal place of business shall be situated at 6177 Jog Road, Lake Worth, Florida 33467, and said corporation shall have the right and privilege of establishing, operating and doing business in such other counties of the State of Florida and in such states of the United States and foreign countries as the Board of Directors may from time to time order and establish.

ARTICLE III

The general nature of the business to be transacted by this corporation is as follows:

To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so owned, held or occupied by the corporation, buildings or other structures, with their appurtenances, and to operate, lease, rebuild, enlarge, alter or improve any buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands or interests in lands, and any buildings or other structures, at any time owned or held by the corporation;

To acquire, by purchase, lease or manufacture or otherwise, any personal property deemed necessary or useful in the furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade and deal in any personal property deemed beneficial to the corporation, and to encumber or dispose of any personal property at any time owned or held by the corporation.

To buy, purchase, exchange, hire, lease, sell, convey, encumber, or otherwise deal in real estate and property, either improved or unimproved, and any rights or interest therein, and to hold, own, control, manage and develop the same.

To purchase or otherwise acquire real and personal property of any and all kinds that may be lawfully acquired held by a business corporation, and in particular lands, leaseholds, shares of stock, mortgages, bonds and other securities.

To sell, manage, improve, develop, assign, transfer, convey, lease, pledge or otherwise alienate or dispose of, and to mortgage or otherwise encumber lands, buildings, real property, chattels, real or other property of the company, real or personal;

To lend money on bonds secured by mortgages on real property or to lend money and make advances from time to time on bonds secured by mortgages for future advances upon real estate or any interest therein;

To issue debenture bonds secured by mortgages, upon property of this company or otherwise, and to sell the same; to borrow money, make and issue its promissory notes, bonds or other evidences of indebtedness, whether secured by mortgage, pledge or otherwise;

To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, bonds, debentures or other evidences of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and to issue in exchange therefore, its own stock, bonds and other obligations;

To operate, conduct and maintain any and all types of business as may be lawfully carried on in the State of Florida, other states and foreign countries, and to do all things necessary and proper to the conduct of any such business so operated, conducted, not inconsistent with the laws of the State of Florida;

To do everything necessary, suitable and proper for the accomplishment of any of the purposes and the attainment of any of the objects and furtherance of any of the powers hereinabove set forth, whether alone or in as association with other corporations, firms, individuals, or as principal, or agent, and to do every and all acts and things, incidental to, appurtenant to, or growing out of or connected with the aforesaid purposes, objects and powers, or any part thereof, not inconsistent with the laws of the State of Florida

The total authorized capital stock of the corporation shall be 1,000 shares of common stock at a par value of \$1.00 per share, fully paid and nonassessable, payable in cash, property, labor and services at a just value.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The post office address of the corporation shall be 6177 Jog Road, Lake Worth, Florida 33467.

ARTICLE VI

The business of the corporation will be conducted by a board of not less than one (1) director nor more than nine (9) directors as may be determined by the By-laws, and the absence of such determination may be determined by the By-Laws, and the absence of such determination shall consist of one (1) director.

ARTICLE VII

The names and street addresses of the first Board of Directors, each of whom is of full age and at least one of whom is a citizen of the United States, who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

ALBERT BRADICA

ARTICLE VIII

The names and street addresses of each subscriber to these Articles of Incorporation and the number of shares of stock which each agree to take are as follows:

| NAME AND ADDRESS | NO. OF SHARES | <u>VALUE</u> |
|----------------------------------|---------------|--------------|
| ALBERT BRADICA 6177 Jog Road, | 100 | \$100.00 |
| Lake Worth, Florida 33467 | | |

ARTICLE IX

This corporation has named ALBERT BRADICA located at 6177 Jog Road, Lake Worth, Florida 33467 as its agent to accept service of process within this state.

ARTICLE X

The street address of the corporation's initial registered office is 6177 Jog Road, Lake Worth, Florida 33467 and the name of the corporation's Registered Agent at the above address is ALBERT BRADICA.

ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in the capacity, and agree to comply with the provisions of said Chapter 48.091, Florida Statutes, relative to keeping open said office.

ALBERT BRADICA Registered Agent

alleut Barlina

IN WITNESS WHEREOF, the subscriber has hereunto affixed his hand and seal this December 17, 2004.

ALBERT BRADICA, Subscriber

STATE OF FLORIDA

COUNTY OF PALM BEACH

The Foregoing Instrument was acknowledged before me this 17th day of December, 2004 by ALBERT BRADICA who is personally known to me, and who acknowledged executing the foregoing Articles of Incorporation for the uses and purposes therein expressed.

Richard A. Gescheidt Commission #DD338916 Expires: Jul 29, 2008 Bonded Thru Atlantic Bonding Co., Inc.

Notary Public, State of Florida

2004 DEC ZO PH Z: TO