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DIVISION OF CORPORATIONS
05 MAY 16 PM 3:14

B. McKnight MAY 16 2005

DAVID C. LEVENREICH
ATTORNEY AND COUNSELOR AT LAW

ALSO ADMITTED TO
PRACTICE IN
THE STATE OF TEXAS

406 SOUTH PROSPECT AVENUE
CLEARWATER, FLORIDA 33756

TELEPHONE: (727) 441-8487
FACSIMILE: (727) 441-4557

May 13, 2005

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Quick Red Fox Lounge, Inc.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$78.75 made payable to "Florida Department of State" to cover the filing fee as follows:

\$35.00 - Filing Fees
\$ 8.75 - Certified Copy
\$35.00 - Registered Agent Designation
\$78.75 - Total

Please return the certified copy of these Articles of Incorporation to me at the above address. Thank you for your assistance in this matter.

Very truly yours,

David C. Levenreich

DCL:tlk

Enclosures

cc: Daniel Slessor w/enclosure via hand delivery

ARTICLES OF INCORPORATION OF
QUICK RED FOX LOUNGE, INC.

ARTICLE I - Name

The name of this corporation is QUICK RED FOX LOUNGE, INC.

ARTICLE II - Street Address and Mailing Address

The street address of this corporation is 1731 Prince Philip Street, Clearwater, FL 33755. The mailing address of this corporation is 1731 Prince Philip Street, Clearwater, FL 33755.

ARTICLE III - Duration

This corporation shall have perpetual existence.

ARTICLE IV - Purpose

This corporation is organized to include the transaction of any or all lawful business for which it may be incorporated under Chapter 607, Florida Statutes, as presently enacted and as it may be amended from time to time.

ARTICLE V - Capital Stock

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1731 Prince Philip Street, Clearwater, FL 33755, and the name of the initial registered agent of this corporation at that address is Daniel Slessor.

ARTICLE VII - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
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Daniel Slessor	1731 Prince Philip Street Clearwater, FL 33755
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ARTICLE VIII - Incorporator

The name and address of the person signing these Articles are Daniel Slessor, 1731 Prince Philip Street, Clearwater, FL 33755.

ARTICLE IX - Indemnification

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

ARTICLE X - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of March, 2005.



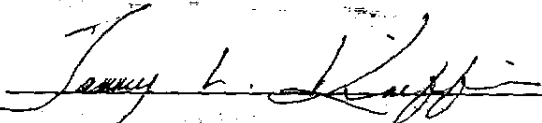
Daniel Slessor

STATE OF Florida)
COUNTY OF Pinellas)

The foregoing instrument was acknowledged before me this 13th day of May, 2005, by Daniel Slessor, who is personally known to me or who has produced FDL# _____ as identification.



TAMMY L. KNIFFIN
MY COMMISSION # DD 135098
EXPIRES: July 18, 2006
Bonded thru Budget Notary Services



Notary Public - State of Florida
Commission No. _____
My Commission Expires: _____

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA**

Pursuant to Section 48.091, Florida Statutes, QUICK RED FOX LOUNGE, INC., desiring to organize under the laws of the State of Florida, hereby designates Daniel Slessor located at 1731 Prince Philip Street, Clearwater, FL 33755, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Section 48.091(2), Florida Statutes, relative to maintaining an office for the service of process.



Daniel Slesser

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