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From:

Account Name : NORTON, GURLEY, HAMMERSLEY & LOPEZ, P.A.
Account Number : I20010000202
Phone : (941)954-4691
Fax Number : (941)954-2128

FLORIDA PROFIT CORPORATION OR P.A.
RIVER CLUB RESTAURANT, INC.

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**ARTICLES OF INCORPORATION
OF
RIVER CLUB RESTAURANT, INC.**

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: RIVER CLUB RESTAURANT, INC.

ARTICLE II - TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of filing of these Articles with the Department of State, and the Corporation shall have perpetual existence thereafter.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share. All stock, when issued, shall be fully paid and non-assessable.

ARTICLE V - PRINCIPAL ADDRESS

The mailing address and street address of this Corporation shall be 10201 Silverado Circle, Bradenton, Florida 34202.

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ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 10201 Silverado Circle, Bradenton, Florida 34202. and the registered agent at such office is JOHN R. CAVALLARO.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be changed from time to time by bylaws adopted by the shareholders. The name and address of each member of the initial board of directors are:

JOHN R. CAVALLARO
10201 SIVERADO CIRCLE
BRADENTON, FLORIDA 34202

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator to these articles of incorporation is:

JOHN R. CAVALLARO
10201 SIVERADO CIRCLE
BRADENTON, FLORIDA 34202

ARTICLE X- INDEMNIFICATION

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

The undersigned has executed these Articles on 7/13, 2005.


JOHN R. CAVALLARO

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process at the place designated in the Articles, 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.

DATE: 7/13, 2005


JOHN R. CAVALLARO

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