**2**007/009

Division of Corporations

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## Florida Department of State

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Division of Corporations

Fax Number : (850)205-0381

Account Name : MCFARLAND, GOULD, LYONS, SULLIVAN & HOGAN, P.A.

Account Number : I19990000015 Phone : (727)461-1111 Fax Number : (727)461-6430

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## McFARLAND, GOULD, LYONS, SULLIVAN & HOGAN, P.A. ATTORNEYS AT LAW

Serving The Tampa Bay Area For 50 Years

DONALD O. McFARLAND GARY W. LYONS\* CHUCK A. SULLIVAN\*† ELWOOD HOGAN, IR. LISA B. HURLEY PHILIP G. DRAGONETTIA\* BARBARA J. WOLODZKOA

\*Certified Arbitrator

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\*LLM - Estate Planning

\*Board Certified Criminal Text Attorner

MAIN OFFICE 311 South Missouri Avenue Clearwater, Florida 33756 Telephone (727) 461-1111 Facsimile (727) 461-6430 September 20, 2007

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East Lake Office: 3490 East Lake Road, Suite B Palm Harbor, FL 34685 Telephone (727) 771-8900

www.mcfarlandgouldlaw.com

Florida Department of State
Division of Corporations
Attention: Becky McKnight, Document Specialist

Post Office Box 6327 Tallahassee, Florida 32314

RE: Ref: W07000046066

Fax Aud. #: H07000230849 Letter Number: 007A00054932

Dear Ms. McKnight:

Please find enclosed our revised Articles of Incorporation with regard to the above. Please resubmit Articles under new corporate name.

Please call with any questions and/or concerns to same.

Thank you for your cooperation in this matter.

Very truly yours,

Attorney at Law

GWL/lbs
Enclosure
Articles of Incorporation
cc: Client

### McFARLAND, GOULD, LYONS, SULLIVAN & HOGAN, P.A. ATTORNEYS AT LAW

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PHILLP G. DRAGONETTI A BARBARA J. WOLODZKO A

REPLY TO: MAIN OFFICE 311 South Missouri Avenue Clearwater, Florida 33756 Telephone (727) 461-1111 Facsimile (727) 461-6430

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†Member Million Dollar Advocates Foru

ALLM - Estate Planning

Alloard Certified Criminal Thai Attorney

FAX COVER SHEET

FAX NUMBER TRANSMITTED TO: (850) 617-6381

To:

Diane Cushing

From:

Lisa/Gary W. Lyons, Esquire

Client/Matter:

International Beer Garten, Inc.

Date:

-September 28, 2007

Dear Diane:

Pursuant to our discussion, please find attached the supporting documentation with regard to the above.

Please call with any questions and/or concerns to same.

Thank you for your cooperation in this matter.

ery truly yours,

Lisa Shuman Legal Assistant to, Gary W. Lyons, Esquire

Copy will not follow by regular U.S. mail.

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September 18, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

MCFARLAND GOULD LYONS

SUBJECT: IBG, INC. REF: W07000046066

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight Document Specialist New Filing Section FAX Aud. #: H07000230849 Letter Number: 007A00054932

P.O BOX 6327 - Tallahassee, Florida 32314

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# ARTICLES OF INCORPORATION 2007 SEP 20 A 10: 40

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

## INTERNATIONAL BEER GARTEN, INC.

#### **ARTICLE 1: NAME AND MAILING ADDRESS**

The name of this Corporation is INTERNATIONAL BEER GARTEN, INC., and its principal office is at 1619 West Snow Circle, Tampa, Florida 33606 and its mailing address is 6170 Holes Crossing, Crawfordsville, Indiana 47933.

#### ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

#### ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of operating a retail business enterprises as well as transacting any and all lawful business.

#### ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of stock at no par value, with 100 of those shares to be designated as voting shares and 900 to be designated as non-voting shares.

#### ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 311 South Missouri Avenue, Clearwater, Florida 33756, and the name of the Registered Agent is GARY W. LYONS.

#### ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have two (2) directors. The number of directors may be either increased or decreased from time to time as provided in the Bylaws but shall

Prepared By: McFarland, Gould, Lyons, Sullivan & Hogan, P.A. Gary W. Lyons, Esq. FBN: 0268186 311 S. Missouri Avenue Clearwater, Fl 33756 (727) 461-1111 never be less than one. The names and addresses of the initial directors of this Corporation are:

**NAME** 

ADDRESS

Patricia A. Corey

6170 Holes Crossing

Crawfordsville, Indiana 47933

April L. Sox

14781 San Marsala Court Tampa, Florida 33626

## ARTICLE 7: INITIAL OFFICERS

President:

PATRICIA A. COREY

Vice President:

APRIL L. COX

Secretary:

APRIL L. COX

Treasurer:

PATRICIA A. COREY

**ARTICLE 8: INCORPORATOR** 

The name and address of each person signing these Articles is:

NAME

**ADDRESS** 

Patricia A. Corey

6170 Holes Crossing

Crawfordsville, Indiana 47933

## ARTICLE 9: CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his or her votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his or her voting shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE 10: PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of issue then bears to the total number of shares of common stock then outstanding. This right is waived

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2007 SEP 20 A 10: 40

by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of fils for her receipt of a written notice from this Corporation inviting him or her to exercise such right EE. FLOKIDA

#### ARTICLE 11: INDEMNIFICATION

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

#### ARTICLE 12: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by a vote of the shareholders entitled to vote.

#### ARTICLB 13: AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 20th day of September , 2007.

PATRICIA A. COREY, Incorporator

#### ACCEPTANCE BY REGISTERED AGENT

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

Dated this 20th day of September , 2007.

GARY WILLONS, as Registered Agen