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FILED
95 MAR 20 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Honored Certified Criminal Trial Lawyer

March 17, 1995

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

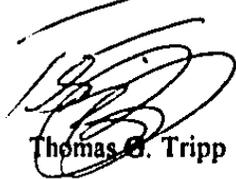
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Re: TOKEN ENTERPRISES, INC.

Gentlemen:

I am enclosing original Articles of Incorporation for filing on behalf of Token Enterprises, Inc., together with a check in the amount of \$70 in payment of the filing fee and registered agent fee.

Sincerely,



Thomas G. Tripp

MAR 22 1995 BSB

jwr

Enclosures (2)

**ARTICLES OF INCORPORATION
OF**

TOKEN ENTERPRISES, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: **TOKEN ENTERPRISES, INC.**

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is a restaurant and lounge business and to engage in any lawful business or activities related to the stated purposes; and to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is sixty shares of common stock with no par value. The consideration to be paid for each share shall be fixed by the Board of Directors. The stock of the corporation shall be nontransferable without the right of first refusal in the remaining stockholders or the written consent of the stockholders.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars (\$500).

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is: 314 Windrush Boulevard, Indian Rocks Beach, FL 34635. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time.

ARTICLE VIII. INITIAL DIRECTORS

The name and post office addresses of the members of the first Board of Directors are:

Anthony J. Lord	11135 116th Street North Largo, FL 34648
Joseph Schupp	314 Windrush Boulevard Indian Rocks Beach, FL 34635

ARTICLE IX. SUBSCRIBERS

The names and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof are:

<u>Name and Address</u>	<u>Shares</u>	<u>Consideration</u>
Anthony J. Lord 11135 116th Street North Largo, FL 34648	30	\$250
Joseph Schupp 314 Windrush Boulevard Indian Rocks Beach, FL 34635	30	\$250

ARTICLE X. REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: That **TOKEN ENTERPRISES, INC.** desiring to organize under the laws of the State of Florida, with its principal office located at 314 Windrush Boulevard, Indian Rocks Beach, FL 34635 has named **JOSEPH SCHUPP**, 314 Windrush Boulevard, Indian Rocks Beach, FL 34635 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in Article X. above, I hereby accept designation as agent for service of process, agree to act in such capacity, and agree to comply with the provisions of said Act relative to keeping said office open.


Joseph Schupp

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to all stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all directors and all stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


Joseph Schupp

Anthony J. Lord

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 17th day of
March, 1995 by **JOSEPH SCHUPP** and **ANTHONY J. LORI** who are personally
known to me.

Jamie W. Richards
Notary Public

