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Joseph B. Allen, III

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May 15, 1995

Secretary of State
Division of Corporations
P O Box 6327
Tallahassee FL 32314

800001491548
-05/17/95--01127--010
****122.50 ****122.50

Re: Articles of Incorporation of Rick's and Durty Harry's Entertainment Complex, Inc.

Dear Secretary:

Enclosed please find one set of singed, original Articles of Incorporation for RICK'S AND DURTY HARRY'S ENTERTAINMENT COMPLEX, INC. Also enclosed is one copy of the same, and our check in the amount of $122.50, which I understand includes the nominal fee for a certified copy of the Articles of Incorporation to be returned to us.

If you require any further information or assistance, please do not hesitate to contact our office.

Sincerely,

Patricia McElfresh for

JOSEPH B. ALLEN, III

JBA/pmm

FILED
95 MAY 17 PM 12:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

RICK'S & DURTY HARRY'S ENTERTAINMENT COMPLEX, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I.

The name of the corporation is RICK'S & DURTY HARRY'S ENTERTAINMENT COMPLEX, INC..

ARTICLE II.

The general character of the business to be transacted by this corporation is:

1. To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ten thousand (10,000) of common stock, each share having the par value of $1.00. Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors, of this corporation at any regular or special meeting.

ARTICLE IV.

The amount of capital with which this corporation shall begin business is FIVE HUNDRED DOLLARS ($500.00).

ARTICLE V.

This corporation shall have perpetual existence.

ARTICLE VI.

The initial street address of the principal office of this corporation is to be 202 Duval Street, Key West, Florida 33040. The Board of Directors may from time to time designate such other post office address and place for the principal office.

ARTICLE VII.

This corporation shall have one director initially. The number of directors may be increased from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

NAME	ADDRESS
MARK ROSSI	202 Duval Street Key West, Florida 33040

ARTICLE VIII.

The name and address of the persons signing these Articles of Incorporation is:

NAME	ADDRESS
MARK ROSSI	202 Duval Street Key West, Florida 33040

ARTICLE IX.

The corporation registered office shall be at 202 Duval Street, Key West, Florida. The Board of Directors may from time to time designate such other post office address and place for the principal office of its corporation as it may see fit.

ARTICLE X.

MARK ROSSI shall be registered or resident agent of this corporation and his address is 202 Duval Street, Key West, Florida 33040.

ARTICLE XI.

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 him to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all the stockholders sign a written statement manifesting their intention, that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of May, 1995.

MARK ROSSI

STATE OF FLORIDA)
COUNTY OF MONROE)

The foregoing instrument was acknowledged before me this 3rd day of MAY, 1995, by MARK ROSSI. He is personally known to me or has produced ____________________ as identification and who ~~did~~ (did not) [strike one] take an oath.

Print Name: JOSEPH B. ALLEN
NOTARY PUBLIC
My Commission Expires

(SEAL)

NOTARY PUBLIC STATE OF FLORIDA
JOSEPH B. ALLEN, III
COMMISSION # CC 454170
EXPIRES APR 20,1999
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE OF REGISTERED OR RESIDENT AGENT

STATE OF FLORIDA)

COUNTY OF MONROE)

BEFORE ME, this day personally appeared MARK ROSSI, who being first duly sworn, deposes and says as follows:

That I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

____
MARK ROSSI

SWORN TO AND SUBSCRIBED before me at Key West, Monroe County, Florida, this 3rd day of May, 1995.

NOTARY PUBLIC STATE OF FLORIDA
JOSEPH B. ALLEN
COMMISSION # CC 4
EXPIRES APR 20,
BONDED THRU
ATLANTIC BONDING CO., INC.

JOSEPH B. ALLEN, III
NOTARY
My Comm. Expires
Oct. 13, 1994
No. CC 052902
PUBLIC
STATE OF FLORIDA

____
Print Name: JOSEPH B. ALLEN
NOTARY PUBLIC STATE OF FLORIDA

Personally known ✓ OR Produced Identification ______

Type of Identification Produced: ______________________

FILED
95 MAY 17 PM 12:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTARY PUBLIC STATE OF FLORIDA
JOSEPH B. ALLEN, III
COMMISSION # CC 454170
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