

P95000058752

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224 8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1 800 342 8062  
FAX (904) 222 1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Master No. \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
AND BUSINESSES

95 JUL 31 AM 10:53

Gulkin

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY AAL \_\_\_\_\_

WALK-IN Will Pick Up 7-31 1100

RE: Mike AAL, Inc.

95

C.C. FEE DISBURSED

Capital Express™  
✓ Art. of Inc. File  
Corp. Record Search  
Ltd. Partnership File  
Foreign Corp. File  
✓ Form Copy(s) 8000001545128  
07/31/95 - 01017 - 008  
Art. of Amend. File \*\*\*\*\*70.00 - \*\*\*\*\*70.00  
Dissolution/Withdrawal  
C U S  
Fictitious Name File  
Name Reservation  
Annual Report/Reinstatement  
Reg. Agent Service  
Document Filing  
Corporate KII  
Vehicle Search  
Driving Record  
Document Retrieval  
UCC 1 or 3 File  
UCC 11 Search  
UCC 11 Retrieval  
File No.'s, \_\_\_\_\_ Copies  
Courier Service  
Shipping/Handling  
Phone ( )  
Top Priority  
Express Mail Prep.  
FAX ( ) pgs.

SUBTOTALS \_\_\_\_\_

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

ARTICLES OF INCORPORATION  
OF  
MIKE-ALS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL 31 AM 10:58

LOCATION OF 7704 Blind Pass Road  
PRINCIPAL OFFICE: St. Petersburg Beach, FL 33706  
(813) 360-3658

ARTICLE I - Name

The name of this corporation is MIKE-ALS, Inc.

ARTICLE II - Purpose

1. This corporation is organized for the purpose of transacting any and/or all lawful business including, but not limited to, conducting the specific business of owning and operating restaurants including the sale of alcoholic beverages and all other related business matters.

2. To act on its own behalf in all legal or equitable proceedings or suits.

3. To acquire, hold, use, deal in, encumber, dispose of property, real or personal, and any interest therein.

4. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

5. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

6. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

7. To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purposes, with limit as to amount, with any person, firm, association, or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

8. To carry on any or all of its operation and businesses and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

9. To do any or all of the things herein set forth to the same extent as natural persons might or could do, in any part of the world as principals, agents, contractors, or otherwise, alone, or any company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above named.

10. The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in any way limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in the Article shall be regarded as independent objects and powers.

#### ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding any time shall consist of 10,000 shares of common stock having a par value of \$1.00 per share.

#### ARTICLE IV - Initial Registered Office and Agent

The name of the original registered agent and the street address of the initial registered office of this corporation is:

Larry D. Goldstein, Esquire  
600 - 49th Street North, Suite A  
St. Petersburg, FL 33710  
(813) 323-9101

ARTICLE V - Initial Board of Directors

This corporation shall have ONE (1) Director(s) 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. The names and addresses of the initial Director(s) of this corporation are:

Michael J. Klein  
10355 Paradiso Boulevard  
Treasure Island, FL 33706  
(813) 363-8213

ARTICLE VI - Incorporator

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

LARRY D. GOLDSTEIN, P.A., ATTORNEY AT LAW  
600 - 49TH STREET NORTH, SUITE A  
ST. PETERSBURG, FLORIDA 33710  
(813) 323-9101

ARTICLE VII - Duration

This corporation shall have perpetual existence.

ARTICLE VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26 day of July, 1995.

  
\_\_\_\_\_  
LARRY D. GOLDSTEIN, Attorney  
Subscriber

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in Article IV, I heroby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

LARRY D. GOLDSTEIN

Date: \_\_\_\_\_, 19\_\_

STATE OF FLORIDA :

ss.

COUNTY OF PINELLAS :

THE FOREGOING INSTRUMENT acknowledged before me this 26<sup>th</sup> day of July, 1995, by LARRY D. GOLDSTEIN, the individual described herein as Incorporator/Subscriber and who acknowledged before me that the Articles were executed for the purposes therein expressed and who is personally known to me or who has produced: ( ) Driver's License ( ) Passport ( ) Social Security Card ( ) Other \_\_\_\_\_ as identification.

My Commission Expires:

9/7/96



(Official Stamp)

STATE OF FLORIDA :

ss.

COUNTY OF PINELLAS :

THE FOREGOING INSTRUMENT acknowledged before me this 26<sup>th</sup> day of July, 1995, by LARRY D. GOLDSTEIN, Registered Agent, who is personally known to me or who has produced: ( ) Driver's License ( ) Passport ( ) Social Security Card ( ) Other \_\_\_\_\_ as identification.

Kathleen Carhart  
Notary Public

My Commission Expires:



FILED  
SECRETARY OF STATE  
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