

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904 224 0071  
904 224 0031 FAX

800-42-BORG



PRINTED MAIL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 660030 112502A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : August 15, 1995

ORDER TIME : 12:48 PM

ORDER NO. : 660030

CUSTOMER NO: 112502A

CUSTOMER: Joseph B. McFarland, Esq  
JOSEPH B. MCFARLAND, ESQ

Crown Building, Suite 200  
3825 Henderson Boulevard  
Tampa, FL 33629

DOMESTIC FILING

NAME: BULLDOG BROOKS CORPORATION

XXX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED  
95 AUG 16 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN  
AUG 17 1995

ARTICLES OF INCORPORATION  
OF  
BULLDOG BROOKS CORPORATION

FILED  
95 AUG 16 AM 8 48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator heroby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BULLDOG BROOKS CORPORATION

The address of the principal office of this corporation shall be 1816 South Osprey Avenue, Sarasota, Florida 34239, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation and to engage in the business of operating one or more restaurants.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Graham D. Brooks	1816 South Osprey Avenue
Sole Director	Sarasota, Florida 34239

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

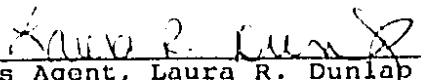
Graham D. Brooks	1816 South Osprey Avenue
Pres.	Sarasota, Florida 34239
Jennie P. Harding	Same Address
Sec./Treas.	

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

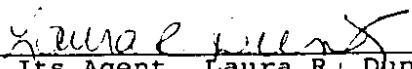
Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on August 16, 1995.

  
\_\_\_\_\_  
Its Agent, Laura R. Dunlap  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
\_\_\_\_\_  
Its Agent, Laura R. Dunlap  
Authorized Service Representative  
Corporation Service Company

LEL/dgs

1200 HAYN STREET  
TALLAHASSEE, FL 32301  
904 222-9071  
904 222-0091 FAX

800-342-8086

**CSC networks**  
PREFERRED  
LEGAL & FINANCIAL SERVICES

**P95000063540**

ACCOUNT NO. : 072100000032

REFERENCE : 660030 112582A

AUTHORIZATION : *Patricia Payne*

COST LIMIT : \$ 35.00

ORDER DATE : August 15, 1995

ORDER TIME : 12:13 PM

ORDER NO. : 660030

SECRETARY OF STATE

CUSTOMER NO: 112582A

CUSTOMER: Joseph B. McFarland, Esq  
Joseph B. McFarland, Esq  
Crown Building, Suite 200  
3825 Henderson Boulevard  
Tampa, FL 33629

DOMESTIC AMENDMENT FILING

NAME: BULLDOG BROOKS CORPORATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

55 AUG 21 PM 3:41

FILED

XXX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: *Unassigned*

EXAMINER'S INITIALS: *8/22*  
*John Amend*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION

61100  
25 AUG 21 PM 3:41  
SECRET  
ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED

ARTICLE VI of the Articles of Incorporation of  
BULLDOG BROOKS CORPORATION shall be amended to read as  
follows:

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under  
the authority of, and the business and affairs of the  
corporation managed under the direction of its Board of  
Directors, subject to any limitation set forth in these  
Articles of Incorporation. This corporation shall have  
one Director, initially. The names and addresses of the  
initial members of the Board of Directors are:

Graham D. Brooks  
Director

1816 South Osprey Avenue  
Sarasota, Florida 34239

All other paragraphs and articles of the Articles of  
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator  
without shareholder action because shareholder action was not  
required.

The foregoing amendment was adopted on the 21st day  
of August, 1995.

Laura R. Dunlap  
BY: Its Incorporator, Corporation Service  
Its Agent, Laura R. Dunlap Company

FILED  
96 SEP 20 PM 3:56  
SEAL  
TALLAHASSEE, FLORIDA





FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

FILED  
96 SEP 20 PM 3:56  
TALLAHASSEE, FLORIDA

August 16, 1996

Joseph B. McFarland, Esquire  
Suite 750, One Urban Centre  
4830 W. Kennedy Blvd.  
Tampa, FL 33609

SUBJECT: BULLDOG BROOKS CORPORATION  
Ref. Number: P95000063540

We have received your document for BULLDOG BROOKS CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louise Flemming-Jackson  
Corporate Specialist Supervisor

Letter Number: 896A00039117

Joseph B. McFarland, P.A.  
Attorney at Law

Telephone  
(913) 296-4195

Suite 200 - Coral Ridge Center  
4840 W. Kennedy Boulevard  
Miami, Florida 33149

Telephone  
(913) 296-4195

September 18, 1996

Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

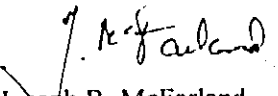
Re Bulldog Brooks Corporation  
dba Churchill's Bar & Restaurant  
Document # E 95000063540

Dear Sir or Madam:

Please find enclosed a statement of change of registered agent. The filing fee of \$ 35.00 has already been paid. I would appreciate your sending me a copy of this form showing that it has been filed. A copy is enclosed along with a stamped self addressed envelope.

Sincerely,

Joseph B. McFarland, P.A.

  
Joseph B. McFarland  
For the Firm  
JBM/mji

Enclosures

cc: Graham Brooks

cc: Corporation Service Company  
822 changem ltr

FILED  
SEP 20 PM 3 56  
TALLAHASSEE, FLORIDA

RECEIVED  
SEP 20 PM 2 41  
DIVISION OF CORPORATION

[Florida Department of State, Sandra B. Mortham, Secretary of State]

## STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Willdot Brooks Corporation

1b. The mailing address of the corporation is: Old Churchill's Bar & Restaurant  
1816 S. Osprey Avenue, Sarasota, Florida 34239

1c. Date of incorporation: August 16, 1995 Document number: 995000063510

2. The name and address of the current registered agent and office:

Corporation Service Company  
1201 Days Street  
Tallahassee, FL 32301

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Joseph B. McFarland  
Joseph B. McFarland, P.A., 1830 W. Kennedy Blvd., Suite 750  
Tampa Florida 33609

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]  
(Signature of an officer, chairman or  
vice chairman of the board)

9/11/96  
(Date)

Graham Brooks, President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]  
(Signature of Registered Agent)

9-16-96  
(Date)

If signing on behalf of an entity:

Joseph B. McFarland, P.A.

(Typed or Printed Name)

President

(Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314