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EMPIRE CORPORATE KIT
FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

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DEPARTMENT OF STATE

1492 W FLAGLER ST

STATE OF FLORIDA

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MIAMI FL 33135-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PUB BREWERY U.S.A., INC.

FAX AUDIT NUMBER: H96000009014

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/27/1996

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TALLAHASSEE, FLORIDA

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EMPIRE CORPORATE KIT
~~UNIVERSITY MICROFILMS~~

OF

PUB BREWERY U.S.A., INC.

FILED (6)
JUN 28 1996
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I- NAME

The name of the Corporation is: **PUB BREWERY U.S.A., INC.**

ARTICLE II- NATURE OF BUSINESS

This Corporation is organized for the purpose of conducting a restaurant and brewery business and any or all business permitted under the laws of the United States of America and the laws of the State of Florida.

A. To buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks and licenses, in the State of Florida and in all other State and countries.

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

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

Richard Burns, Esquire
Florida Bar No. 091370
1500 N.W. 107 Avenue - 200
Miami, Florida 33172

(305) 597-0202

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

E. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge sell, assign, and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.

F. To manufacture, sell and distribution of food and snack products.

ARTICLE III- CAPITAL STOCK

The maximum number of shares of stock that this company is authorized to have outstanding at any time is One Hundred (100) shares of Five Dollars (\$5.00) per value, the consideration to be paid for each share shall be Five Dollars (\$5.00).

ARTICLE IV- INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is not less than FIVE HUNDRED (\$500.00) Dollars.

ARTICLE V

This Corporation is to exist perpetually.

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Miami, Florida 33172
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ARTICLE VI

The initial post office address of the registered agent of this corporation is: 1500 N.W. 107 Avenue, Suite 200, Miami, Florida 33172 and the name of the initial registered agent of this Corporation is Richard Burns. The address of the corporation is 1500 N.W. 107 Avenue, Suite 200, Miami, Florida 33172.

ARTICLE VII

This Corporation shall have (1) director initially. The number of directors may increase or diminish from time to time, by laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

The names and post office addresses of the member(s) of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Franz Rothschild President	1500 N.W. 107 Avenue Miami, Florida 33172, Suite 200
Franz Rothschild Secretary	1500 N.W. 107 Avenue Miami, Florida 33172, Suite 200

ARTICLE IX- SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Franz Rothschild	1500 N.W. 107 Avenue Miami, Florida 33172, Suite 200

Richard Burns, Esquire
Florida Bar No. 091370
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EMPIRE CORPORATE KIT
ARTICLE X- AMENDMENT

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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 the stockholders entitled to vote thereon, unless all 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 subscribing stockholders and incorporates have hereto set their hands and seals, and caused these Articles of Incorporation to be executed this 27th day of June, 1996.


Franz Rothschild-President

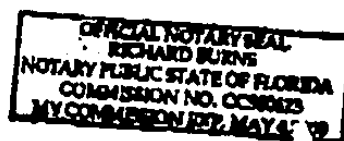
STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared, FRANZ ROTHSCHADL, known to me to be the persons who executed the foregoing Articles of Incorporation of PUB BREWERY U.S.A , INC. , and severally acknowledged before me that he executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the city of Miami, Dade County, Florida this 27th day of June, 1996.


NOTARY PUBLIC, State of Florida
My commission expires:

Richard Burns, Esquire
Florida Bar No.: 091370
1500 N.W. 107 Avenue - 200
Miami, Florida 33172
(305) 597-0202



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, HAVING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT PUB BREWERY U.S.A., INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, HAS NAMED RICHARD BURNS, LOCATED AT 1500 N.W. 107 AVENUE, SUITE 200, MIAMI, FLORIDA 33172, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

SIGNATURE :



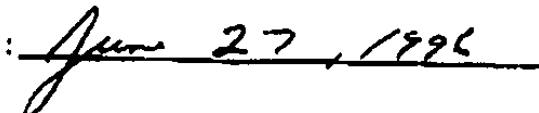
FRANZ ROTHSCHADL
TITLE : President

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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.

SIGNATURE :


Richard Burns, Registered Agent

DATE :



Richard Burns, Esquire
Florida Bar No. 091370
1500 N.W. 107 AVENUE - 200
Miami, Florida 33172
(305) 597-0202

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