CAPTIAL CONNECTA 417 U. Virginia St., Sulta I, Tallafiarree, I'L 32301, (904)224-0870 Malling Address: Post Office Box 10349, Tallalinesce, 14, 32302 TOLL PRHI No. 1-800-342-8002 PAX (904) 222-1222 v.v. run, DIMBUTIONS Omplini Angraga 14 NAMH _____ Ail, of hio, tills PIMM ___ ... Cutp. Havord Unniels VANHEDA f.lif. Particulatife title Potelgu Corp. File -1-) Vail-Copy(e) HONE (1 EHEHEHELT SLAVE 1 123 - 00/41 700 - 01012 - 007 All, of Amend, PRe **Vissolution/Withdrawat** *******(U.UI) UV m. vice: Top Privilly _____ Une Day Service _ fleguin:_____ Two Usy Service Piolitique Mante File Haise Honorvalless Attrumt Hagrar Vitalinatatement Express Mail No. -Itag. Agnit Battlon iller No.: _ Dogument pring ---- Uur \$ Corporate KH Velifote Bentoti Dilyling Henord Document Hetilevel, UUU f of 0 fille UUU II Benich Upp 11 Netileys! _ File No.'s, ____Copies Couler Beivice . Blilppling/Handling . Phone () . Top Pilothy . Express May Prop.: - FAX () þgs. BUBIOIALB FLE........ Albonitado...... SUNCHANGE..... TAX on corporate supplies...... BUBTOTAL COMPHIMED TAKEH APPROVED BALANCE DUE.....

ALK-IH

Please remit invoice number with payment TERMS: Het to DAYS FROM HIVOICE DATE 11/2% per mouth on Past Due Amounts Past 30 Days, 18% per Amana.

THAIR YOU from Your Capital Connection

ARTICLES OF INCORPORATION

TROPICAL SHORES CAFE, INC.

96 SEP 11 MI 10: 27 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is TROPICAL SHORES CAFE, INC.

ARTICLE II - TERM

This corporation shall commence to exist on the time of the filing of these Articles of Incomporation by the Department of State of the State of Florida, and shall exist perpetually or until legally dissolved.

ARTICLE III - PURPOSE

This is a corporation for the purpose of conducting any or all lawful business, involving the operations of a estaurant business and doing all acts and things as are incidental to the foregoing or necessary or convenient to carry on the business of the corporation or to effect or promote the purpose for which the corporation is formed.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value per share common stock.

ARTICLE V - PRINCIPAL OFFICE

The street address of the principal office of this corporation is 6331 South Tamiami Trail, Sarasota, Florida 34231.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street and the initial registered office of this corporation is Bradley W. Hogreve and the address is 3700 South Tamiami Trail, Suite 201, Sarasota, Florida 34239.

ARTICLE VII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be executed by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the chareholders of this corporation. This corporation shall have two directors:

KEVELYN GILLEY and CAROLYN MOON

FIFTY PERCENT (50%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

ARTICLE VIII - INCORPORATION

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

BRADLEY W. HOGREVE 3700 South Tamiami Trail, Suite 201 Sarasota, Florida 34239

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this $\zeta^{\prime\prime}$ day of September 1996.

Bradley W. Høgrey

STATE OF FLORIDA COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me this colday of September 1996 by BRADLEY W. HOGREVE, who is personally known to me and who did not take an oath, to be the person described in and who executed the foregoing instrument, and who acknowledged before me that he executed said instrument.

WITNESS my hand and official seal in the county and state named above this 5 h day of September 1996.

MY COMM TENTION FED TABLES IN MY Comm Exp. 1/19/97
NOTARY Blanded By Service Inc.
No. CC530004

NOTARY PUBLIC

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

> BRADLEY W. HOGREVE, ESQUIRE Attorney at Law 3700 South Tamiami Trail Suite 201

Sarasota, Florida 34239

BRADLEY W. HOGREVE