

P96000078042

Keith A. Lawes

Requestor's Name

101 Philippe Pky., Ste. 300

Address

Safety Harbor, FL 34695

City/State/Zip

Phone #

(813) 669-0040

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****122.50 ****122.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Restaurant/Nightclub Consultants Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SEP 19 PM 2:57
TALLAHASSEE, FLORIDA

W96-18640



FLORIDA DEPARTMENT OF STATE

Sandra H. Mortham
Secretary of State

September 6, 1996

KEITH A. LAWES
101 PHILIPPE PKY., STE. 300
SAFETY HARBOR, FL 34695

SUBJECT: RESTAURANT/NIGHTCLUB CONSULTANTS INC.
Ref. Number: W96000018640

We have received your document for RESTAURANT/NIGHTCLUB CONSULTANTS INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 396A00041678

*I have made all a requested
corrections Thank you for your
attention to this matter
Sincerely, Keith A. Lawes.*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 13, 1996

KEITH A. LAWES
101 PHILIPPE PKY., STE. 300
SAFETY HARBOR, FL 34695

SUBJECT: RESTAURANT/NIGHTCLUB CONSULTANTS INC.
Ref. Number: W96000018640

We have received your document for RESTAURANT/NIGHTCLUB CONSULTANTS INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter. *will list it in*
part 2

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 396A00042592

**CERTIFICATE OF INCORPORATION
OF
RESTAURANT / NIGHTCLUB CONSULTANTS INC.**

771 1450
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RESTAURANT / NIGHTCLUB CONSULTANTS INC.
STATE OF FLORIDA

FIRST: The name of this corporation is RESTAURANT / NIGHTCLUB CONSULTANTS INC.

SECOND: Its registered office in the state of Florida is to be located at 101 Phillippo Parkway Ste. 300 Safety Harbor Florida 34605. The principal office and its mailing address is the same as the registered office. The registered agent in charge thereof is Keith A. Lawes address 101 Phillippo Parkway Ste. 300 Safety Harbor, Fl. 34605.

THIRD: The nature of the business and, the objects and purposes proposed to be transacted, promoted and carried on, are to do any or all the things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world, viz.:
The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

FOURTH: The amount of the total authorized capital stock of this corporation shall be 10,000,000 shares of common stock, 0.001 par value, and 10,000,000 shares of preferred stock in one or more series with the rights, preferences, dividend, voting, and conversion features thereof to be set by the Board of Directors from time to time in their sole discretion.

FIFTH: The name and mailing address of the incorporator is as follows:

Keith A. Lawes 101 Phillippo Parkway Ste. 300 Safety Harbor Florida 34605

SIXTH: The Directors shall have power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation. With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Directors shall have the authority to dispose, in any manner, of the whole property of this corporation.

The By-Laws shall determine whether and to what extent the accounts and books of the corporation, or any of them shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account, or book or document of this Corporation, except as conferred by the law or the By-Laws, or by resolution of the stockholders.


The stockholders and directors shall have power to hold their meetings and keep the books, documents, and papers of the Corporation outside of the State of Florida at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or directors, except as otherwise required by the laws of Florida.

It is the intention that the objects, purposes and powers specified in the Third paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in this certificate of incorporation, that the objects, purposes and powers specified in the Third paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes and powers.

SEVENTH: Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchase or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

I, THE UNDERSIGNED, for the purpose of forming a Corporation under the laws of the State of Florida do make, file and record this Certificate and do certify that the facts herein are true; and I have accordingly hereunto set my hand.

DATED: September 18, 1996


Keith A. Lawes
Incorporator

I THE UNDERSIGNED, hereby am familiar with, and accept the duties and responsibilities as the registered agent for said corporation.

DATE: September 18, 1996


Keith A. Lawes
Registered Agent

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CLERK OF STATE
TALLAHASSEE, FLORIDA