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DIVISION OF CORPORATIONS (904)922-4001

BYX #:

FROM: THE COMPANY CORPORATION 076660001006

ACCT#:

CONTACT: REGINA CEPHAS

PHONE: (302)575-0440 (302)575-1346

FAX #:

NAME: ATWATER'S RESTAURANT & SPORTS BAR OF CHARLOT

AUDIT NUMBER..... H96000016585

DOC TYPE......FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS.... PAGES...... 2

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ARTICLES OF INCORPORATION

OF

Atwater's Rostsurant & Sports Bar of Charlotte County, Inc

The undersigned natural purson(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation shall be Atwater's Restaurant & Sports Bar of Charlotte County, Inc.
- SECOND: The address of the initial registered office of the corporation is 6407 Conniston St., Port Charlotto, FL 33981. The name of the registered agent located at said address is Richard A. Ruhl.
- THIRD: The principal address of the corporation is 2390 Tamiami Trail Port Charlotto, FL 33952.
- FOURTH: The purpose for which this corporation is organized shall be to angage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
- The total authorized stock of this corporation is divided into 1,000 FIFTH: shares at no per value.
- SIXTH: The number of directors constituting the initial board of directors is three, and the name(s) and address(es) who will serve as director(s) until the first annual menting of shareholders or until their successors are as follows:

Richard A Ruhl- 6407 Conniston St., Port Charlotte, FL 33981. Richard J Ruhl- 11176 Pendleton Ave., Englawood, FL 34224. Alexander J Bozzi Jr. - 7077 Crown Dr., Englewood, FL 34224.

SEVENTH: The duration of the corporation is perpetual.

EIGHTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Elizabeth Brown

1313 N. Market St.. Wilmington DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 22 day of

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 22nd November, 1996 by Elizabeth Brown.

SUSAN M. GRIFFIN NOTARY PUBLIC - STATE OF DELAWARE MY COMMISSION EXPIRES OCT. 6, 2000 NOTERY Public.

This document was prepared by Elizabeth Brown. 1313 N. Market Street, Wilmington, DE 19801-1151. (302) 575-0440

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

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this Atlantación Redamant & Sports Bar of Marbile Cant The desiring to organize under the laws of the State of Florida with its principal place of business located in the city of Bort Charlotte, State of Florida, has named Richard Rull located at 2390 Tamani Prail Port Charlotte, Florida as its agent for service of process within Florida.

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.

11/14/96 Date

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