

P96000099940

TRANSMITTAL LETTER

December 4, 1996

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

Subject: **HAPPY HOUR HOLDING COMPANY**
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

Filing Fee & Certificate - \$78.75

FROM:
DYANN D. ELLSWORTH
5701 N. PINE ISLAND RD.
SUITE 240
TAMARAC, FL 33321

800002023908--5
-12/10/96--01002--021
*****78.75 *****78.75

FILED
96 DEC -9 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

12.11.96
KR

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

FILED
96 DEC -9 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: **HAPPY HOUR HOLDING COMPANY**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**5701 N. PINE ISLAND RD., SUITE 240
TAMARAC, FLORIDA 33321**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND SHARES OF COMMON STOCK

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

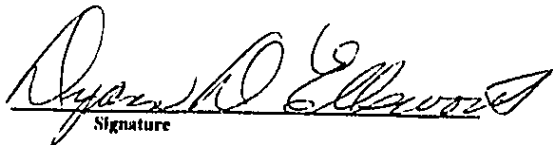
**DYANN D. ELLSWORTH
5701 N. PINE ISLAND RD.
SUITE 240
TAMARAC, FL 33321**

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporators to these Articles of Incorporation is (are):

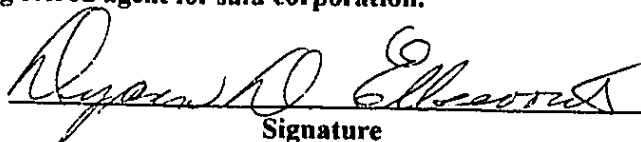
**DYANN D. ELLSWORTH
5701 N. PINE ISLAND RD.
TAMARAC, FL 33321**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this
4TH day of DECEMBER, 1996 .


Signature

ACCEPTANCE BY REGISTERED AGENT

I, DYANN D. ELLSWORTH, being the designated registered agent in the above Articles of Incorporation, hereby acknowledge that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Signature

**Articles of Incorporation
Filing Fee - \$35**

**FILED
96 DEC -9 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

DEBIT MEMORANDUM

FOR OFFICIAL USE

DATE

NUMBER

TO :
DEPARTMENT STATE

12/11/96 7/2204

P96000099940

STATE OF FLORIDA
OFFICE OF STATE TREASURER
TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	591.25	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	591.25	OTHER	4

CROSS
REF

DISTRIBUTION

SAMAS CODE

REASON

AMOUNT

12	45-20-2-130001-45300000-00-000100-00	4	58.75
12	45-20-2-130001-45300000-00-000100-00	1	78.75
12	45-20-2-130001-45300000-00-000100-00	1	78.75
12	45-20-2-130001-45300000-00-000100-00	1	375.00

GRAND TOTAL:

\$ 591.25

72204C

Process Date: 12/19/96

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

State Treasurer

RECEIVED

97 JAN -2 PM 3:43

5701 NW. PINE ISLAND RD., NO. 240
TAMPA, FL 33621

NSF NSF

1178

63-8487 / 2531

**PAY
TO THE
ORDER OF**

Department of State Bureau

Twenty Eight dollars and

First of America.

BOCA RATON, FLORIDA 33434

FOR,

00178 253284831

3002846011

~~"000028725"~~

PRESENTED TWICE

Feb. 6 1986

040012075 1305 1805 20 12-17-96

AGAIN:

AGAIN

1 DOLLARS  Securely Encrypted
Federal Reserve
Notes in Use

END OF HERE

DEPT OF STATE-4500459
FOR DEPOSIT ONLY
-12/10/96--01002--021
-----*****78.75

DO NOT WRITE, STAMP OR SIGN BELOW THIS LINE
RESERVED FOR FINANCIAL INSTITUTION USE *

1000000444 021-03 10530000470

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The security features listed below as well as those not listed in the industry guidelines:

Security Features	Results of document alteration
Microprint Signature	Small print in repeating line appears as dotted line when photocopied
Chemical Protection	Stains or spots appear with chemical treatment
Erase Protection	White mark appears when erased
Security Screen	Appears as a dark document with vertebrae on back of check

* FEDERAL RESERVE BOARD OF GOVERNORS REG. CC



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 10, 1997

VTC Testing Systems, Inc.
5701 NW Pine Island Rd., No. 240
Tamarac, FL 33321

SUBJECT: HAPPY HOUR HOLDING COMPANY
Ref. Number: P96000099940

Debit Memo #: 72204-C

This is to inform you that your check #1178 dated December 4, 1996 in the amount of \$78.75 and submitted for HAPPY HOUR HOLDING COMPANY has been returned to us by your bank because of Nonsufficient Funds.

We request that you remit a cashier's check or money order in amount of \$93.75 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations
Attn: Melinda Lilliston
P.O. Box 6327
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call
(904) 487-6900.

Sincerely,
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 097A00000758

cc:Happy Hour Holding Co.
5701 N. Pine Island Rd., Suite 240
Tamarac, FL 33321



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 13, 1997

VTC Testing Systems, Inc.
5701 NW Pine Island Rd., No. 240
Tamarac, FL 33321

SUBJECT: HAPPY HOUR HOLDING COMPANY
Ref. Number: P96000099940

Debit Memo #: 72204-C

Due to your failure to respond to our previous letter advising you of the returned check #1178, the Articles of Incorporation for HAPPY HOUR HOLDING COMPANY have been cancelled and are considered not filed as of March 13, 1997.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 497A00012943

cc:Happy Hour Holding Co.
5701 N. Pine Island Rd., Suite 240
Tamarac, FL 33321