

PA1000002164

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RE: T.A. Topless Go Go,  
Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S -		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( ) _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX ( ) _____ pgs.		

SUBTOTALS \_\_\_\_\_

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
.....	\$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY APP \_\_\_\_\_

WALK-IN Will Pick Up 1-8-30



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

January 9, 1997

**CAPITAL CONNECTION, INC.**  
417 E. VIRGINIA STREET  
SUITE 1  
TALLAHASSEE, FL 32301

**SUBJECT: T N A TOPLESS GO-GO, INC.**  
Ref. Number: W9700000523

*Corrected*

We have received your document for T N A TOPLESS GO-GO, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A post office box is not an acceptable address for the registered agent.

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) 487-6926.

Teresa Brown  
Corporate Specialist

Letter Number: 097A00001093

*1/10/97 10:00 AM  
J. B. Mortham*

ARTICLES OF INCORPORATION  
OF  
T n A TOPLESS GO-GO, INC.

FILED  
97 JAN -9 AM 11:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. - NAME:

The name of this corporation shall be T n A TOPLESS GO-GO, INC.

ARTICLE II. - DURATION:

This corporation shall have perpetual existence.

ARTICLE III. - PURPOSE:

This corporation is organized for the purpose of transacting any and all lawful businesses of the United States and State of Florida.

ARTICLE IV. - CAPITAL STOCK:

This corporation is authorized to issue One Thousand (1000) shares of preferred stock having a par value of One Dollar (\$1.00) per share, having unlimited voting rights and being entitled to receive net assets of the corporation upon distribution or dissolution and is authorized to issue One Thousand (1000) shares of common stock having a par value of One Dollar (\$1.00) per share, having no voting rights and being entitled to receive the net assets of the corporation upon distribution or dissolution.

ARTICLE V. - INDEMNIFICATION:

The Corporation shall indemnify any officer or any director, to the full extent permitted by law.

ARTICLE VI. - BYLAWS:

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws, or adopt new Bylaws, is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

**ARTICLE VII.- INFORMAL SHAREHOLDER ACTION:**

The holders of not less than a majority of the issued and outstanding shares of the voting stock, of the corporation, may act by written agreement, without a meeting, as provided in Florida Statutes section 607.0702 and the Bylaws.

**ARTICLE VIII. - PRE-EMPTIVE RIGHTS:**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others. This right is waived by any holder of said stock who does not exercise said right and pay for the stock available for purchase, pursuant to such preemptive rights, within seven (7) days of the shareholders receipt of a written notice, from this corporation, stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise their pre-emptive rights.

**ARTICLES IX.- AFFILIATED TRANSACTION RULES:**

The Affiliated Transaction Rules contained in Section 607.0901, Florida Statutes shall not apply to this Corporation.

**ARTICLE X. - INITIAL REGISTERED OFFICE AND AGENT:**

The street address of the initial registered office of this corporation is 2203 South Orange Blossom Trail, Suite A, <sup>Orlando, FL 32805</sup> The name of the initial registered agent of this corporation is Walt Rozanski.

**ARTICLE XI. - BOARD OF DIRECTORS:**

The corporation shall have one director initially. The Directors of the Corporation shall be elected by a majority of the shares

entitled to vote. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is:

STEVE DRAKE  
5929 CLYDESDALE PLACE  
ORLANDO, FLORIDA 32822

ARTICLE XII. - INCORPORATORS:

The name and address of the Incorporator signing these articles is:

STEVE DRAKE  
5929 CLYDESDALE PLACE  
ORLANDO, FLORIDA 32822

ARTICLE XIII. - AMENDMENT:

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the stockholders is subject to this reservation.

ARTICLE XIV. - MAILING ADDRESS:

The mailing address of the corporation shall be:

5929 CLYDESDALE PLACE  
ORLANDO, FLORIDA 32822

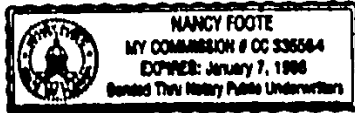
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this the 7th day of JANUARY, 1997.

  
STEVE DRAKE

STATE OF FLORIDA  
COUNTY OF ORANGE

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared STEVE DRAKE, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 7th day of JANUARY, 1997.



*Nancy Foote*  
Notary Public *Nancy Foote*  
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

I, WALT ROZANSKI, appointed pursuant to Article X of the Articles of Incorporation of T n A TOPLESS GO-GO, INC., do hereby accept that appointment as Registered Agent for said corporation.

*Walt Rozanski*  
WALT ROZANSKI

FILED  
97 JAN -9 AM 11:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA