



THE UNITED STATES  
CORPORATION  
COMPANY

P97000010129

ACCOUNT NO. : 072100000032

REFERENCE : 244036 9969A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 31, 1997

ORDER TIME : 9:59 AM

ORDER NO. : 244036-005

EFFECTIVE DATE

1-30-97

000002075020--4  
-01/31/97--01064--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CUSTOMER NO: 9969A

CUSTOMER: Scott W. Dunlap, Esq  
DUNLAP MORAN ROKNICH & GIBSON,  
P.A.  
Suite 700  
1819 Main Street  
Sarasota, FL 34236

DOMESTIC FILING

NAME: BGR OF SARASOTA, INC.

EFFECTIVE DATE: JANUARY 30, 1997

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

FILED  
97 JAN 31 AM 7:50  
TALLAHASSEE, FLORIDA  
RECEIVED  
96 JAN 31 AM 11:39  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

KR  
2-3-97

EFFECTIVE DATE  
1-30-97

ARTICLES OF INCORPORATION  
OF  
BGR OF SARASOTA, INC.

FILED  
97 JAN 31 AM 7:50  
SECRET  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: BGR OF SARASOTA, INC.

ARTICLE II - TERM OF EXISTENCE

The date and time when corporate existence shall commence shall be 12:01 A.M. on January 30, 1997, and the Corporation shall have perpetual existence thereafter.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 7721 Holiday Drive, Sarasota, FL 34231.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is Suite 700, 1819 Main Street, Sarasota, FL 34236, and the Registered Agent at such office is Scott W. Dunlap, Esquire.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Robert F. Bortell, Jr.	7721 Holiday Drive Sarasota, FL 34231

ARTICLE VIII - AMENDMENT


These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

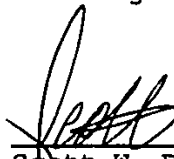
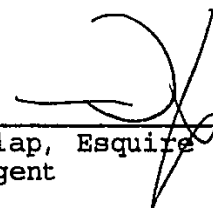
<u>Name</u>	<u>Address</u>
Robert F. Bortell, Jr.	7721 Holiday Drive Sarasota, FL 34231

The undersigned has executed these Articles this 1/29 day of Jan, 1997.

  
Robert F. Bortell, Jr.  
Incorporator

Having been named as Registered Agent and to accept service of process for BGR OF SARASOTA, INC., at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

1/29/97  
Date

   
Scott W. Dunlap, Esquire  
Registered Agent

SWD:rr\c\BGR-SAR.Art

FILED  
97 JAN 31 AM 7:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA