

TRANSMITTAL LETTER

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

SUBJECT:

Bottoms Up Bar, Inc.
(Proposed corporate name - must include suffix)

300002034749--6
-02/21/97--01107--014
***131.25 ***131.25

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

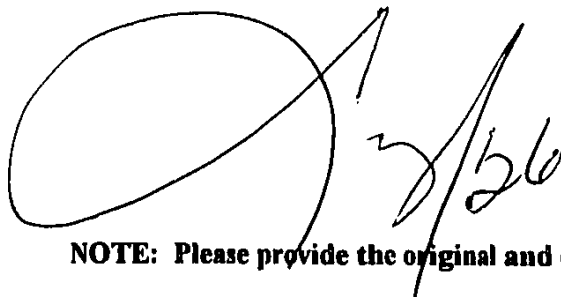
FROM:

Lynette Sue Tummolo
Name (Printed or typed)

8400 U.S. Highway #1 South
Address

Mico, Florida 32976
City, State & Zip

(561)-664-9863
Daytime Telephone number



97 FEB 21 AM 9:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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

ARTICLES OF INCORPORATION
OF
BOTTOMS UP BAR, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 FEB 21 AM 9:20

FILED

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Bottoms Up Bar, Inc. hereinafter referred to as the "corporation".

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

This corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the corporation as hereinabove set forth in Article II.

ARTICLE IV

This corporation has the authority to issue one thousand shares of common stock with a par value of one dollars (\$1.00) per share.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial street address of the principal office of this corporation in the state of Florida is: 8400 US Highway #1 South, Micco, Florida, 32976. The board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, as provided in the By-Laws.

ARTICLE VIII

The name and address of the members of the first Board of Directors is:

Lynette Sue Tummolo 1231 W. Periwinkle Circle, Barefoot Bay, Florida, 32976

Robert A. Bench 1231 W. Periwinkle Circle, Barefoot Bay, Florida, 32976

These directors shall hold office until the first annual meeting or until their successors are elected or appointed and qualified as provided in the By-Laws.

ARTICLE IX

The name and address of the incorporator is:

Lynette Sue Tummolo 1231 W. Periwinkle Circle, Barefoot Bay, Florida 32976

ARTICLE X

Unless otherwise provided in the By-Laws, 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 (as nearly as may be done without issuance of fractional shares) at the price at which it was offered to others. The By-Laws may provide that every stockholder is not to have the right to so purchase. The By-Laws may provide for cumulative voting for directors and may make provisions governing the issuance of stock certificates to replace lost or destroyed certificates. These directors shall be elected by the shareholder at each annual meeting and the officers shall be elected by the director at each annual meeting. The date of the annual meeting shall be fixed by the By-Laws.

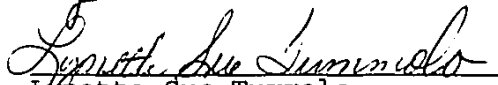
ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by the majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation may be made.

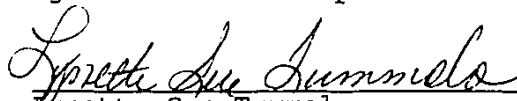
ARTICLE XII

The registered agent for service of process within this state shall be Lynette Sue Tummolo of 1231 West Periwinkle Circle, Barefoot Bay, Florida 32976.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of February 1997.


Lynette Sue Tummolo
Subscriber/Incorporator

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


Lynette Sue Tummolo
Registered Agent

FILED
97 FEB 21 AM 9:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, A Notary Public in and for the State of Florida, duly qualified and acting as an officer aforesaid to take acknowledgements, personally appeared Lynette Sue Tummolo to me well known and known to me to be the person who executed the foregoing Articles of Incorporation of Bottoms Up, Inc. and acknowledged that she executed the same for the purposes therein set forth.

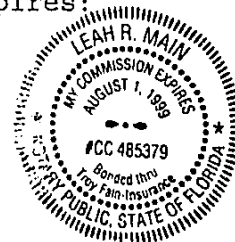
WITNESS my hand and official seal at Vero Beach,
Indian River County, Florida this 19th day of FEBRUARY.

Leah R. Main

Notary Public, State at Large

My Commission Number _____

My Commission Expires: _____



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Bottoms Up Bar, Inc.

2. The name and address of the registered agent and office is:

Lynette Sue Tummolo
(NAME)

8400 U.S. Highway #1 South
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Mico, Florida 32976
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Lynette Sue Tummolo
(SIGNATURE)

2-19-97
(DATE)