

P97000020129

TRANSMITTAL LETTER

Feb. 5, 1997

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

600002082626--3
-02/10/97--01068--008
*****78.75 *****78.75

SUBJECT: Amat Enterprises, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$78.75,
Filing Fee & Certificate.

FROM: Richard P. Amat
2381 Stonegate Dr.
Wellington, FL 33414

FILED
97 MAR -5 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W 97-3427
608-615-619 634

789, 706, 634, 619, 671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 12, 1997

RICHARD P AMAT
2381 STONEGATE DR
WELLINGTON, FL 33414

SUBJECT: AMAT ENTERPRISES, INC.
Ref. Number: W97000003427

We have received your document for AMAT ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 597A00007381



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 27, 1997

RICHARD P AMAT
2381 STONEGATE DR
WELLINGTON, FL 33414

SUBJECT: AMAT ENTERPRISES, INC.
Ref. Number: W97000003427

We have received your document for AMAT ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

YOU FAILED TO MAKE ALL THE CORRECTIONS THAT WE REQUESTED IN OUR LAST CORRESPONDENCE. PLEASE MAKE THE FOLLOWING CORRECTIONS SO THAT WE CAN COMPLETE YOUR FILING.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 597A00010383

ARTICLES OF INCORPORATION
OF
AMAT ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is Amat Enterprises, Inc., whose address is 2381 Stonegate Drive, Wellington, FL, County of Palm Beach.

ARTICLE II

Its registered office in the State of Florida is 2381 Stonegate Dr. Wellington, FL, County of Palm Beach.

ARTICLE III

The total number of shares of capital stock that the Corporation shall have authority to issue is 100, all of which are to be common stock with a par value of \$100.00 each.

ARTICLE IV

Pursuant to the provisions of section 607.0501, Florida Statutes, the Amat Enterprises, Inc.

Corporation, organized under the laws of the State of Florida, submits the following statement is designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Amat Enterprises, Inc.
2. The name and address of the registered agent and office is: Richard P. Amat, 2381 Stonegate Dr., Wellington, FL. 33414

ARTICLE V

The name and mailing address of the incorporator is: Richard P. Amat, 2381 Stonegate Dr., Wellington, FL 33414.

Richard P. Amat - Incorporator

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

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: Amat Enterprises, Inc.
whose Address is 2381 Stonegate Drive, Wellington, Fl. 33414

2. The name and address of the registered agent and office is:
Richard P. Amat
(Name)
2381 Stonegate Drive
(P.O. Box NOT acceptable)
Wellington, Fl. 33414
(City/State/Zip)

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.

SIGNATURE Richard P. Amat
DATE 2/20/97

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32304

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P97 0000 20130

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 \$ _____

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97 MAR -5 AM 10:14
DIVISION OF CORPORATION

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY BBP _____

WALK-IN Will Pick Up 3/5/14

of _____

N2 53483

RE: Biptide Grill, 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"/> () Form. 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 Prep.		
<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

**ARTICLES OF INCORPORATION
OF
RIPTIDE GRILL, INC.**

ARTICLE I - NAME

The name of this corporation is RIPTIDE GRILL, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

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

1875 S. C-393
Santa Rosa Beach, FL 32459

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - PREEMPTIVE 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 issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - AUTHORIZATION OF RESTRICTIONS ON
TRANSFER OF SHARES**

All of the issued and outstanding shares of the corporation shall be made subject to restrictions on their transferability by agreement between the holders of such shares and the corporation. A copy of such agreement shall be kept on

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TALLAHASSEE, FLORIDA

file with the secretary of the corporation, and shall be subject to inspection by shareholders of record and bona fide creditors of the corporation at reasonable times during business hours.

ARTICLE VII - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is Bruce A. Haught, 501 Highway 98 E, Suite G, Destin, FL 32541.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The board of directors of this corporation shall have no fewer than one (1) director nor more than five (5) directors. The initial board of directors shall consist of one (1) director:

Director/President	Stewart S. Taylor
	1875 S. C-393
	Santa Rosa Beach, FL 32459

ARTICLE IX - INCORPORATOR

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

Bruce A. Haught
501 Highway 98 E, Suite G
Destin, FL 32541

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

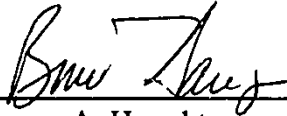
ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XII - ACTION WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this the 4th day of March, 1997.



Bruce A. Haught
Incorporator

STATE OF FLORIDA)
COUNTY OF OKALOOSA)

The foregoing instrument was acknowledged before me this 4th day of March, 1997, by Bruce A. Haught, who personally appeared before me and is personally known to me or who produced _____ as proof of identification and who did take an oath.



KRISTIN GUMBAY
My Commission CC571168
Expires Jul. 21, 2000



NOTARY PUBLIC

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

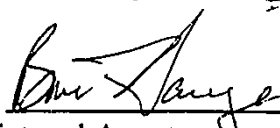
Pursuant to the provisions of sections 607.0501 and 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is RIPTIDE GRILL, INC.
2. The name and address of the registered agent and office is Bruce A. Haught, 501 Highway 98 E, Suite G, Destin, FL 32541.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

Dated this 4th day of March, 1997.

Bruce A. Haught

By: 
Registered Agent

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TALLAHASSEE, FLORIDA