



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 411401 81445A

AUTHORIZATION :

COST LIMIT : \$ 122.50 PPD

ORDER DATE : June 2, 1997

ORDER TIME : 9:48 AM

ORDER NO. : 411401-005

CUSTOMER NO: 81445A

CUSTOMER: C. Guy Batsel, Esq
BATSEL MCKINLEY ITTERSAGEN &
GUNDERSON, PA
Suite 204
1861 Placida Road
Englewood, FL 34223

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-06/02/97--01022--034
****122.50 ****122.50

DOMESTIC FILING

NAME: OLDE ENGLEWOOD BREWERY &
GRILL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

RECEIVED
JUN 2 1997
FBI 1:05
TALLAHASSEE, FLORIDA

RECEIVED
97 JUN -2 AM 10:44
DIVISION OF CORPORATION

4

ARTICLES OF INCORPORATION
OF
OLDE ENGLEWOOD BREWERY & GRILL, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME AND ADDRESS

The name of this corporation is OLDE ENGLEWOOD BREWERY & GRILL, INC., a Florida corporation, and the principal office and place of business is located at 1330 Aquaview Lane, Englewood, Florida 34223.

ARTICLE 2. - DURATION OF CORPORATION EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be 1861 Placida Road, Suite 204, Englewood, Florida 34223. The name of the initial registered agent at such address is C. Guy Batsel.

ARTICLE 6. - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than one nor more than five.

ARTICLE 7. - INITIAL DIRECTOR

The names and post office addresses of the initial director are:

ROLLEAU F. DOMRES 1330 Aquaview Lane
Englewood, FL 34223

ARTICLE 8. - INCORPORATOR

The name and post office address of the incorporator of this corporation are:

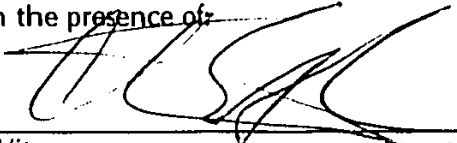
ROLLEAU F. DOMRES 1330 Aquaview Lane
Englewood, FL 34223

ARTICLE 9. - AMENDMENT

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 a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name and affixed his seal this 30 day of May, 1997.

Signed, sealed and delivered
in the presence of:



Witness

Printed Name: Constance G. Green


ROLLEAU F. DOMRES

Witness

Printed Name: Juli J. Harley

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 30 day of May, 1997,
by ROLLEAU F. DOMRES, who is personally known to me or who has produced
N/A as identification and who did (did not) take an oath.



Constans E. Gordon
MY COMMISSION # 00494244 EXPIRES
October 3, 1999
BONDED THIRD TRUST INSURANCE, INC.


NOTARY PUBLIC

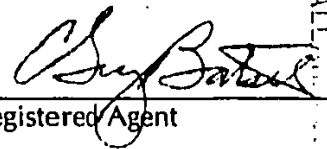
CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS

In compliance with Section 48.091, Florida Statutes, the following is submitted:

OLDE ENGLEWOOD BREWERY & GRILL, INC., a Florida corporation, desiring to
organize under the laws of the State of Florida with its principal office, as indicated in the
articles of incorporation at Port Charlotte, County of Charlotte, State of Florida, has
designated C. Guy Batsel, whose street address is 1861 Placida Road, Suite 204, Englewood,
Florida 34223, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named
corporation, at the place stated in this certificate, I hereby agree to act in this capacity and
to comply with the provision of said law relative to same.


Registered Agent

FILED
CLERK OF COURT
COUNTY OF CHARLOTTE
FLORIDA

MAY 30 1997

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