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GREGORY V. BEAUCHAMP, P.A.

107 EAST PARK AVENUE / P.O. BOX 1129 CHIEFLAND, FLORIDA 32844

352493-1458

June 3, 1997

Secretary of State Division of Corporations P. O. Box 6327 The Capitol Tallahassee, FL 32314

Re: Stages Bar, Inc.

200002202502--5 -06/05/97--01022--020 ****122.50 ****122.50

Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles Of Incorporation for the above-named for profit corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee Certified Copy Registered Agent

\$ 35.00

35.00 52.50

\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me at your earliest opportunity.

Sincerely,

Gregory V. Beauchamp

GVB/dp Enclosures

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SECTION ASSEEL FLORIDA

ARTICLES OF INCORPORATION

OF

STAGES BAR, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLES ONE: NAME

The name of this corporation shall be: STAGES BAR, INC.

ARTICLE TWO: NATURE OF BUSINESS

The general purpose for which this corporation is initially organized is to own and operate a bar for the sale of beer and wine; and for the further purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE THREE: DURATION

This corporation shall have perpetual existence.

ARTICLE FOUR: CAPITAL STOCK

ARTICLE FIVE: ADDRESS

The principal mailing address of the corporation is P. O. Box 61, Old Town, Florida 32680 (Florida Avenue, Fanning Springs, FL). The street address of the corporator's initial registered office is Florida Avenue, Fanning Springs, Trenton, FL 32693 (P. O. Box 61, Old Town, FL 32680), and the name of the initial Registered Agent is MADGE N. MULLIS, whose address is Florida Avenue, Fanning Springs, Trenton, FL 32693 (P. O. Box 61, Old Town, FL 32680). The stockholders may from time to time designate such other address and place as the registered agent, subject to requirements of Florida law.

ARTICLE SIX: MANAGEMENT

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation. Each stockholder shall be entitled to one vote in person or by proxy for each share of voting stock held by him or her. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE SEVEN: INCORPORATORS

The name and street address of each incorporator of these Articles Of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore, are as follows:

ARTICLE EIGHT: EFFECTIVE DATE

These Articles Of Incorporation shall become effective upon approval by the Department Of State of the State of Florida.

ARTICLE NINE: AMENDMENT

The Articles Of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the stockholders and evidence of that approval shall be in writing, signed by the stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledged to be filed, the foregoing Articles Of Incorporation in the Office of the Secretary of State this ______ day of June, 1997.

Madge N. Mullis

STATE OF FLORIDA COUNTY OF LEVY

WITNESS my hand and official seal in the County and State last aforesaid this day of June, 1997.

(NOTARY SEAL)

Dorothy D. Phillips
MY COMMISSION # C0502363 EXPIRES
November 24, 1999
BONDED THU TROY FAIN MISURUNCE, INC.

Notary Signature

Notary Printed Name

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SEC. ALLA ALLA ELE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, MADGE N. MULLIS, does hereby accept the designation and appointment of Registered Agent of STAGES BAR, INC.

MADGE N. MULLIS

P. O. Box 61

Old Town, FL 32680-0061

(Florida Avenue, Fanning Spgs., FL)