

**97000052604**  
(SAMPLE LETTER OF TRANSMITTAL)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN 13 PM 2:42

DATE June 11, 1997

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

000002211600--8  
-06/13/97--01058--003  
\*\*\*122.50 \*\*\*122.50

Re: UPTOWN CAFE, INC. INC.  
(Name of Corporation)

000002211600--8  
-06/13/97--01058--003  
\*\*\*122.50 \*\*\*122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

*Cornelius J. McGeehan, Jr.*  
Cornelius J. McGeehan, Jr.  
(Individual's Name)

UPTOWN CAFE, INC.  
(Name of Corporation)

*Cornelius J. McGeehan, Jr.*  
GAVE

AUTHORIZATION BY PHONE TO  
CORRECT Art. I  
DATE 6/16/97  
DOC EXAM Doris Brown

MAILING ADDRESS OF CORPORATION

2432 U.S. Hwy 19

Holiday, Florida 34691

PHONE

( 813 ) 937-4223  
Area Code Number Ext.

## ARTICLES OF INCORPORATION

of

UPTOWN CAFE, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

### ARTICLE I - CORPORATE NAME

The name of the corporation is:

UPTOWN CAFE, INC.

### ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

### ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

### ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of common stock, par value \$1.00 per share.

### ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	UPTOWN CAFE, INC.		
	8563 U.S. Hwy 19		
CITY	Port Richey	FLORIDA	ZIP 34668

Mailing address, if different

STREET ADDRESS	UPTOWN CAFE, INC.		
	2432 U.S. Hwy 19		
CITY	Holiday	FLORIDA	ZIP 34691

### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Cornelius J. McGeehan, Jr.		
ADDRESS	8563 U.S. Hwy 19		
CITY	Port Richey	FLORIDA	ZIP 34668

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### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be ~~either~~ increased ~~and decreased~~ from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation ~~are~~ <sup>is</sup> as follows:

NAME	Cornelius J. McGeehan, Jr.		
ADDRESS	2432 U.S. Hwy 19		
CITY	Holiday,	STATE	Florida ZIP 34691
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

### ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporator(s) signing these Articles of Incorporation ~~are~~ <sup>is</sup> as follows:

NAME	Cornelius J. McGeehan, Jr.		
ADDRESS	2432 U.S. Hwy 19		
CITY	Holiday	STATE	Florida ZIP 34691
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) ~~have~~ <sup>has</sup> executed these Articles of Incorporation this 11th day of June, 19 97.

  
 \_\_\_\_\_ (Signature)  
 Cornelius J. McGeehan, Jr.

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Signature)

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

FILED STATE  
SECRETARY OF CORPORATIONS  
97 JUN 13 PM 2:42

UPTOWN CAFE, INC.

*(name of corporation)*

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 8563 U.S. Hwy 19

Port Richey, Florida 34668

has named Cornelius J. McGeehan, Jr.

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.

  
Cornelius J. McGeehan, Jr.  
(Signature)

6/11/97

(Date)