

P47000068539

TRANSMITTAL LETTER

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

SUBJECT: HANK'S BILLIARDS OF MIAMI, INC.

Enclosed is an original and one copy of the Articles of  
Incorporation and our check for \$70.00. Please return to us a  
stamped copy of the Articles.

FROM:

Samuel K. Spell  
1112 Weston Road, # 231  
Weston, FL 33326  
(305) 881-3235

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DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION**  
**OF**  
**HANK'S BILLIARDS OF MIAMI, INC.**

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

**ARTICLE I**

The name of the corporation shall be: HANK'S BILLIARDS OF MIAMI, INC.

**ARTICLE II**

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

**ARTICLE III**

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

**ARTICLE IV**

The number of shares of stock that this corporation is authorized to issue shall be: one-hundred (100) shares common, in one class only, each having a par value of one-dollar (\$1.00) per share.

The corporation shall have the power to amend these articles at any time to provide for different classes of stock and to provide provisions for the preferences, limitations, and relative rights in respect to the shares of each class of stock.

This corporation shall be without authority to approve any By-Laws or resolution that will sell or assign any stock of this corporation to any other firm, person, or corporation, except that the stock of this corporation can be sold or transferred or assigned to any of the present charter members, or to this corporation.

**ARTICLE V**

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

1112 Weston Road, # 231  
Weston, FL 33326

**ARTICLE VI**

The initial number of corporate directors shall be at least one (1) and not more than five (5). The number of directors may be raised or lowered by amendment of the by-laws of the corporation but shall in no case be less than one.

**ARTICLE VII**

The name and street address of the member of the first board of directors of this corporation is as follows:

Samuel K. Spell, President  
1112 Weston Road, # 231  
Weston, FL 33326

**ARTICLE VIII**

The name and street address of the incorporator to these Articles of Incorporation is:

Samuel K. Spell, President  
1112 Weston Road, # 231  
Weston, FL 33326

**ARTICLE IX**

The name and address of the first officer of this corporation is as follows:

Samuel K. Spell, President  
1112 Weston Road, # 231  
Weston, FL 33326

ARTICLE X

The name and address of the first subscribers to the capital stock of this corporation are as follows:


<u>Name and Address</u>	<u>Amount</u>	<u>Number of Shares</u>
Samuel K. Spell 1112 Weston Road, # 231 Weston, FL 33326	\$ 100.00	One-Hundred (100)

ARTICLE XI

The name and address of the registered agent of this corporation is:

Samuel K. Spell  
1112 Weston Road, # 231  
Weston, FL 33326

The undersigned incorporator has executed these Articles of Incorporation this 11th day of June 1997.

  
\_\_\_\_\_  
Samuel K. Spell  
President  
1112 Weston Road, # 231  
Weston, FL 33326

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

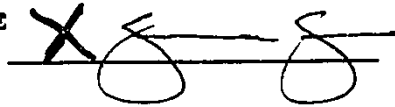
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501,  
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED  
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED  
AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: HANK'S BILLIARDS OF  
MIAMI, INC.
2. The name and address of the registered agent and office  
is:

Samuel K. Spell  
1112 Weston Road, # 231  
Weston, FL 33326

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  
OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE: June 11th, 1997.

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