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Wednesday, August 06, 1997

Department of State
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

via Federal Express Delivery

SUBJECT: Articles of Incorporation of Lucky's Sports Bar & Grille, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50, which represents the filing fee for the filing of the enclosed articles of incorporation and for the return of a file stamped, certified copy of the articles.

Also enclosed is a self addressed stamped envelope for return of the copy.

If you have any questions or comments, please let me know, and I thank you for your cooperation.

If you have any questions or comments, please contact me.

Sincerely,



THOMAS L. HOWARD

TLH:nmi

Enclosures

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DEPT. OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF
INCORPORATION OF
LUCKY'S SPORTS BAR & GRILLE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is LUCKY'S SPORTS BAR & GRILLE, INC.

ARTICLE TWO

PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of the corporation are 1900 Palm Beach Lakes Boulevard, West Palm Beach, Florida 33409.

ARTICLE THREE

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the restaurant and bar business.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 675 W. Indiantown Road, Suite 103, Jupiter, Florida 33458, and the name of its initial registered agent at such address, is Thomas L. Howard.

ARTICLE SEVEN

DIRECTORS

The number of directors constituting the corporation's initial board of directors is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Kimberley A. Freese	2156 C White Pine Circle West Palm Beach, FL 33415
Brian S. Sichak	2156 C White Pine Circle West Palm Beach, FL 33415

ARTICLE EIGHT

INCORPORATORS

The name and address of each incorporator is:

Name	Address
Kimberley A. Freese	2156 C White Pine Circle West Palm Beach, FL 33415

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ARTICLE NINE
INDEMNIFICATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on August 5th, 1997.


Kimberley A. Freese

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Lucky's Sports Bar & Grille, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Thomas L. Howard

Dated: August 5, 1997