P970000 80246



THE UNITED STATES CORPORATION
ACCOUNT NO. : 07210000032
REFERENCE: 530958 80749A
AUTHORIZATION: Patricia figures
COST LIMIT: \$ 122.50
ORDER DATE : September 16, 1997
ORDER TIME : 11:42 AM
ORDER NO. : 530958-005
CUSTOMER NO: 80749A 6000022946069
CUSTOMER: Robert C. Sifrit, Esq FARR FARR EMERICH SIFRIT AND HACKETT, P.A.
2315 Aaron Street Port Charlotte, FL 33952
DOMESTIC FILING CLO NAME: GATORZ SOUTHERN ROCK CAFE, INC.
DOMESTIC FILING GATORZ SOUTHERN ROCK CAFE, INC.
EFFECTIVE DATE:
X ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
X CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING
CONTACT PERSON: Gail L. Shelby EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

FILED 97 SEP 16 PM 2:01

OF

GATORZ SOUTHERN ROCK CAFE, INC. TALLANDOLE, JI GOLD

ARTICLE I

The name of this corporation is GATORZ SOUTHERN ROCK CAFE, INC. The principal office and/or mailing address of this corporation is as follows: 3816 Tamiami Trail, Port Charlotte, Florida 33952.

ARTICLE II

This corporation is organized for the following purposes: To carry on any business, occupation, undertaking or enterprise and to exercise any power or authority which may be done by a private corporation organized and existing under and by virtue of Florida Statutes, Chapter 607 (1997), and it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Florida Statutes, Chapter 607, (1997).

ARTICLE III

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, all of which shall be fully paid and non-assessable.

ARTICLE IV

The corporation elects to have preemptive rights.

ARTICLE V

The street address of the initial registered office of this corporation is 3816 Tamiami Trail, Port Charlotte, Florida 33952, and the name of the initial Registered Agent of this corporation at that address is Mark Spieldenner.

ARTICLE VI

The name and address of each incorporator is as follows:

INCORPORATOR

ADDRESS

Mark Spieldenner

3816 Tamiami Trail Port Charlotte, Florida 33952

ARTICLE VII

The business of this corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this corporation.

ARTICLE VIII

The name and post office addresses of the initial board of directors, the president, secretary and treasurer (and other officers, if applicable) who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

<u>DIRECTORS</u>		ADDRESS
Edward Spieldenner		3816 Tamiami Trail Port Charlotte, FL 33952
Patrick Spieldenner		3816 Tamiami Trail Port Charlotte, FL 33952
Timothy Spieldenner		3816 Tamiami Trail Port Charlotte, FL 33952
Mark Spieldenner		3816 Tamiami Trail Port Charlotte, Fl 33952
<u>OFFICERS</u>	TITLE	<u>ADDRESS</u>
Edward Spieldenner	President	3816 Tamiami Trail Port Charlotte, FL 33952
Patrick Spieldenner	Secretary/ Treasurer	3816 Tamiami Trail Port Charlotte, FL 33952

Timothy Spieldenner Vice President

3816 Tamiami Trail Port Charlotte, FL 33952

Mark Spieldenner

Vice President

3816 Tamiam/ Trail

IN WITNESS WHEREOF, the undersigned, has made, subscribed and acknowledged these articles of incorporation, ____, 1997.

> MARK SPIELDENNER Incorporator

STATE OF FLORIDA COUNTY OF CHARLOTTE

Before me, the undersigned authority, personally appeared MARK SPIELDENNER, to me known to be the person described in or who produced FL. Driver's Lic. as identification and who executed the foregoing articles of incorporation and acknowledged before me according to law that he made and subscribed the same for the purposes therein expressed and set forth.

this 10 IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1997

Notary Public/State of Florida

My Commission Expires:

HOLLY A. JACOBS COMMISSION # CC 567446
EXPIRES AUG 18, 2000 BONDED THRU ATLANTIC BONDING CO.

CERTIFICATE

DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Florida law, the following is submitted, in compliance therewith:

First: That, GATORZ SOUTHERN ROCK CAFE, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation, at City of Port Charlotte, County of Charlotte, State of Florida, has named:

MARK SPIELDENNER

located at 3816 Tamiami Trail, Port Charlotte, County of Charlotte, State of Florida, as its agent to accept service of process within this State.

GATORZ SOUTHERN ROCK CAFE, INC.

By:

MARK SPIELDENNER Incorporator

ACCEPTANCE

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

MARK SPIELDENNER Registered Agent 2:01