

P97000080828



ACCOUNT NO. : 072100000032

REFERENCE : 533370 169624A

AUTHORIZATION :

Patricia Kigut

COST LIMIT : \$ 122.50

ORDER DATE : September 17, 1997

ORDER TIME : 3:14 PM

800002236448--2

ORDER NO. : 533370-005

CUSTOMER NO: 169624A

CUSTOMER: Ms. Karen Fletcher
BUCKINGHAM DOOLITTLE &
BURROUGHS
5551 Ridgewood Drive
Naples, FL 33963

DIVISION OF CORPORATION

97 SEP 17 AM 8:06

RECEIVED

DOMESTIC FILING

NAME: MADCAT DINNER THEATRE OF
NAPLES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 SEP 17 PM 2:22

FILED

SN SEP 18 1997

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**ARTICLES OF INCORPORATION
OF
MADCAT DINNER THEATRE OF NAPLES, INC.**

FILED
97 SEP 17 PM 2:22
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

MADCAT DINNER THEATRE OF NAPLES, INC.

SECOND: The initial principal office and mailing address of the Corporation is:

1025 Piper Blvd.
Naples, Florida 34110

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock and the par value of each share shall be TEN CENTS (\$.10). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

1025 Piper Blvd.
Naples, Florida 34110

and the name of the Corporation's initial registered agent at such address is:

Douglas A. Carver

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of the person who is to serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is:

Douglas A. Carver
1025 Piper Blvd.
Naples, Florida 34110

SIXTH: The name and address of the sole incorporator is:

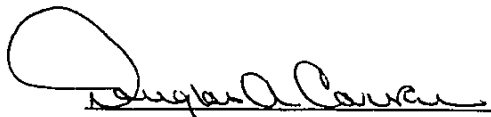
Kevin A. Denti
5551 Ridgewood Drive, Suite 201
Naples, Florida 34108

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 16th day of September, 1997.



KEVIN A. DENTI
Sole Incorporator

I, DOUGLAS A. CARVER, having been designated to act as registered agent, hereby agree to act in this capacity.



DOUGLAS A. CARVER
Initial Registered Agent

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97 SEP 17 PM 2:22
TALLAHASSEE, FLORIDA