



THE UNITED STATES  
CORPORATION  
COMPANY

P97000090479

ACCOUNT NO. : 072100000032

REFERENCE : 571927 9969A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 21, 1997

ORDER TIME : 11:39 AM

ORDER NO. : 571927-005

CUSTOMER NO: 9969A

CUSTOMER: Nick Roknich, Iii, Esq

DUNLAP MORAN ROKNICH & GIBSON,  
P.A.

Suite 700

1819 Main Street

Sarasota, FL 34236

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DOMESTIC FILING

NAME: SUNSET GRILL OF VENICE, INC.

EFFECTIVE DATE: \_\_

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
91 OCT 21 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 OCT 21 PM 1:19  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

18N OCT 21 1997

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EFFECTIVE DATE  
10/20/97

ARTICLES OF INCORPORATION  
OF  
SUNSET GRILL OF VENICE, INC.

FILED  
97 OCT 21 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of this Corporation is: SUNSET GRILL OF VENICE, INC.

ARTICLE II - TERM OF EXISTENCE

The date and time when corporate existence shall commence shall be 12:01 A.M. on October 20, 1997, and the Corporation shall have perpetual existence thereafter.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 112 Circuit Rd., Nokomis FL 34275.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 1819 Main St., Sarasota FL 34236, and the registered agent at such office is Nick Roknich, III.

ARTICLE VII - DIRECTORS

This Corporation shall have One initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Donald R. Smith	112 Circuit Rd. Nokomis FL 34275

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

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

Name

Address

Donald R. Smith

112 Circuit Rd.  
Nokomis FL 34275

The undersigned has executed these Articles this 20th day of October, 1997.

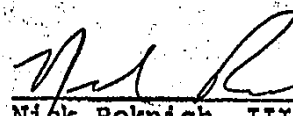


Donald R. Smith  
Incorporator

Having been named as Registered Agent and to accept service of process for SUNSET GRILL OF VENICE, INC., at the place designated in the Articles, 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.

Date

10/20/97



Nick Roknich, III  
Registered Agent

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