

# Charles E. Geary, P.A.

Attorney At Law  
215 South Federal Highway, Suite 100  
Stuart, Florida 34994



Charles E. Geary

Licensed in: Florida  
Washington D.C.

Stephen C. Frasier  
of Counsel

Licensed in: Florida  
Colorado

P97000107157

December 4, 1997

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

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-12/09/97--01036--004  
\*\*\*\*122.50 \*\*\*\*122.50

Re:

Dear Sir/Madam:

Enclosed you will find one (1) original and one (1) copy of the Articles of Incorporation and the Acceptance of Registered Agent for the above referenced corporation, along with my check in the amount of \$122.50 to cover your fee. Please file these documents and return a stamped in copy to me in the enclosed self addressed, stamped envelope.

Sincerely,

Charles E. Geary, P.A.

Rebecca D. Geary,  
Secretary to Charles E. Geary  
CEG/rg  
enc.

Corp1/Sta.1tr

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

RP  
12-22-97



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 10, 1997

CHARLES E. GEARY, P.A.  
215 SOUTH FEDERAL HIGHWAY  
STE. 100  
STUART, FL 34994

SUBJECT: GGAM, INC.  
Ref. Number: W97000027525

We have received your document for GGAM, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 097A00058110

ARTICLES OF INCORPORATION  
OF  
MASS APPEAL ENTERPRISES, INC.  
\*\*\*\*\*

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation shall be: MASS APPEAL ENTERPRISES, INC.

ARTICLE II. INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial principal office of this corporation is 900 E. Ocean Blvd., Suite B-212, Stuart, FL 34994. The mailing address of this corporation is 900 E. Ocean Blvd., Suite B-212, Stuart, FL 34994.

ARTICLE III. CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 10,000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE IV. PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE V. INITIAL REGISTERED AGENT

The name and address of the initial registered agent is:

Arthur J. Mahoney  
244 Pelican Drive  
Stuart, FL 34996

#### ARTICLE VI. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Arthur J. Mahoney  
244 Pelican Drive  
Stuart, FL 34996

#### ARTICLE VII. INITIAL DIRECTORS

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

Arthur J. Mahoney  
244 Pelican Drive  
Stuart, FL 34996

Geri Lynn Goodwin  
3569 N.E. Linda Drive  
Jensen Beach, FL 34957

#### ARTICLE VIII. PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of ownership and operation of a restaurant and bar.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### ARTICLE IX. CORPORATE DURATION

The duration of the corporation is perpetual.

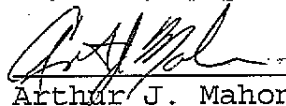
#### ARTICLE X. MEETINGS BY CONFERENCE TELEPHONE

Members of the board of directors may participate in special, regular and annual meetings of the board of directors by means of conference telephone or similar communication equipment as provided by law.

**ARTICLE XI. INDEMNIFICATION**

This corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

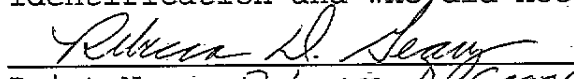
IN WITNESS WHEREOF the undersigned subscriber has executed the Articles of Incorporation on this 18<sup>th</sup> day of December, 1997.



Arthur J. Mahoney

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of December, 1997 by Arthur J. Mahoney, who is personally known to me or who has produced FL Drivers License as identification and who did not take an oath.

  
Print Name: Rebecca D. Geary  
Notary Public

REBECCA D. GEARY  
MY COMMISSION # CC385187 EXPIRES  
June 20, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

That MASS APPEAL ENTERPRISES, INC. desires to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 900 E. Ocean Blvd., Suite B-212, Stuart, FL 34994, has named Arthur J. Mahoney, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

By: Arthur J. Mahoney

Arthur J. Mahoney

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 18th day of December, 1997 by Arthur J. Mahoney, who is personally known to me or who has produced FL Drivers License as identification and who did not take an oath.

Rebecca D. Geary  
Print Name: Rebecca D. Geary  
Notary Public



REBECCA D. GEARY  
MY COMMISSION # CC385187 EXPIRES  
June 20, 1998  
BONDED THRU TROY FAIN INSURANCE, INC.

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