

Chester's Pub & Grill

3980 San Pietro Court
Punta Gorda, Florida 33950

Phone (941) 639-7031

P98000010861

January 28, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Incorporation of Chester's Pub & Grill *Inc.*

500002418995--8
-02/02/98--01116--011
****122.50 ****122.50

Gentlemen:

Enclosed please find two fully executed Articles of Incorporation, together with Resident Agent designation for Chester's Pub & Grill, Inc.

Also enclosed is my check in the amount of \$122.50, which represents the following fees:

Filing Fee:	\$ 35.00
Registered Agent:	\$ 35.00
Certified Copy:	<u>\$ 52.50</u>
	\$122.50

FILED
98 FEB -2 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kindly return the Certified Copy to the undersigned and thank you for your cooperation and courtesy.

Sincerely,



William R. Buchanan
For Chester's Pub & Grill

Enclosures

Patrick Buchanan GAVE
AUTHORIZATION BY PHONE TO
add Suff
CORRECT
DATE 2-3-98
DOC. EXAM CB

CB
2-3-98

ARTICLES OF INCORPORATION

OF

CHESTER'S PUB & GRILL, INC.

THE UNDERSIGNED, being of legal age and a natural person, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

FILED
98 FEB - 23 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be:

CHESTER'S PUB & GRILL, INC.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

100 Shares of Common Stock
\$1.00 Par Value, Per Share

All of said stock shall be payable in cash, property, real or personal, labor or services, in lieu of cash, at a just valuation to be fixed by the Board

of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefor shall have been paid.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall not be less than \$100.00.

ARTICLE V

The initial post office address of this corporation is:

3980 San Pietro Court
Punta Gorda, Florida 33950

Registered Agent for service in the State of Florida shall be:

WILLIAM R. BUCHANAN
3980 San Pietro Court
Punta Gorda, Florida 33950

The principal office of this corporation shall be in Charlotte County, Florida. The Board of Directors may vote from time to time to move the post office address and principal office to any other address in the State of Florida.

ARTICLE VI

The corporation shall have no less than one (1) nor more than three (3) directors. The number of directors may be altered from time to time by

By-Laws adopted by the Stockholders. The names and post office addresses of the officers and members of the First Board of Directors are:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>OFFICE:</u>
WILLIAM R. BUCHANAN	3980 San Pietro Court Punta Gorda, Florida 33950	President

The members of the First Board of Directors shall hold office until the first annual meeting of the stockholders of this corporation.

ARTICLE VII

The name and post office address of the subscribers to these Articles of Incorporation, the number of shares they agree to take and the value of the consideration to be paid therefor is as follows:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>NO. SHARES:</u>	<u>VALUE:</u>
WILLIAM R. BUCHANAN	3980 San Pietro Court Punta Gorda Florida 33950	100	\$100.00

ARTICLE VIII

REGISTERED OFFICE AND REGISTERED AGENT:

The registered office and the registered agent of the corporation shall be:

WILLIAM R. BUCHANAN
3980 San Pietro Court
Punta Gorda, Florida 33950

ARTICLE IX

After incorporation, the corporation may adopt a plan agreeable to and consistent with section 1244 of the Internal Revenue Code in connection with offering the stock of the corporation. Additionally, the corporation reserves the right to make an election as a Subchapter "S" corporation, agreeable to the provisions of the U.S. Internal Revenue Code.

ARTICLE X

The Articles of Incorporation may be amended in the manner provided in the Florida Statutes, or any successor provision in said Statutes. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon. However, in lieu of the above-described procedure, an amendment may be made by a written instrument signed by all of the directors and stockholders of the corporation.

THE UNDERSIGNED, being the original subscriber to these Articles of Incorporation, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and agrees to take the numbers of shares of stock hereinabove set forth,

and accordingly has hereunto set his hand and seal this 27th day of

January, 1998.

 (SEAL)
WILLIAM R. BUCHANAN

STATE OF FLORIDA)
) SS:
COUNTY OF CHARLOTTE)

BEFORE ME, a Notary Public, duly authorized in the State of Florida
and County aforesaid, to take acknowledgements, personally appeared


WILLIAM R. BUCHANAN,

to me known to be the person described as the subscriber in the foregoing

Articles of Incorporation, and he has acknowledged before me that he

subscribed to and executed said Articles of Incorporation, this 27th day of

January, 1998.


Notary Public, State of Florida
ELIZABETH A. DODWELL
My Commission No. CC509481



ELIZABETH A DODWELL
My Commission CC509481
Expires Nov. 13, 1999

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

.....

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

First--That CHESTER'S PUB & GRILL, INC., desiring to organize
under the laws of the State of Florida with its principal office, as indicated in
the Articles of Incorporation at the City of Port Charlotte, County of
Charlotte, State of Florida, has named WILLIAM R. BUCHANAN, located
at 3980 San Pietro Court, Punta Gorda, Florida 33950, as its agent to accept
service of process within this state.

ACKNOWLEDGEMENT:

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

DATED this January 27, 1998.

By: 

WILLIAM R. BUCHANAN, Resident Agent

STATE
TALLAHASSEE, FLORIDA

98 FEB -2 PM 3:24

FILED