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ACCOUNT NO. : 072100000032

REFERENCE: 934223 7120034

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: August 20, 1998 400002621314--6

ORDER TIME: 9:38 AM -08/20/98--01082--006 *****70.00 *****70.00

ORDER NO. : 934223-005

THE UNITED STATES CORPORATION

CUSTOMER NO: 7120034

CUSTOMER: Mr. Kenneth Beir

JAMES D. FISCHER

10601-32 San Jose Boulevard

Jacksonville, FL 32257

DOMESTIC FILING

NAME: IMPERIAL BAR & LOUNGE, INC.

EFFECTIVE DATE:

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: Karen B. Rozar

555 EXAMINER'S INITIALS:

3 AUG 27 AM 9: 04

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

ONTICION OF CORPORATIONS

98 AUG 20 AM 9: 04

August 20, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: IMPERIAL BAR & LOUNGE, INC.

Ref. Number: W98000019129



We have received your document for IMPERIAL BAR & LOUNGE, INC.. However, the document has not been filed and is being returned for the following:

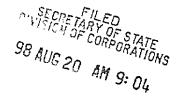
The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 198A00043464



ARTICLES OF INCORPORATION

OF

IMPERIAL BAR & LOUNGE, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formulation, liability, rights and privileges and immunities of a corporation for profit.

ARTICLE I- NAME

The name of the corporation shall be ______ IMPERIAL BAR & LOUNGE, INC.

ARTICLE II- OFFICE

The principal office of this corporation shall be situated at 211 N LAURA STREET, JACKSONVILLE, FLORIDA 32202, and said corporation shall have the rights and privileges of besiness in such states of the United States and foreign countries whenever the Board of Directors may from time to time order and establish.

ARTICLE III- REGISTERED AGENT

The street address of this corporation's initial registered office will be 9802 WOODROSE LANE, JACKSONVILLE, FL 32257, and the name of its initial registered agent will be CHRISTOPHER THOMAS at such address.

ARTICLE IV- NATURE OF BUSINESS

The nature of the business and the purposes to the transacted are to engage in and to have unlimited power to do any lawful act concerning any of all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Law.

ARTICLE V- CAPITAL STOCK

The total authorized capital stock of this corporation shall be 10,000, divided into a maximum of 10,000 shares, which shall be of common stock of par value of \$ 1 each, fully paid and nonassessable.

All such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called

for that purpose.

In case a stockholder desires to sell his share or shares of stock, he must first offer them for sale to the remaining stockholders, it being the intention hereof to give them a preference in the purchase of same, and any attempted sale in violation of this provision is null and void. stockholder desiring to sell his stock shall file notice in writing of his intention with the Secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders, or the corporation, within six months thereafter, thy shall be deemed to have waive their privilege of purchasing, and he shall be at liberty to sell to anyone else, according to the same terms as file with the corporation.

ARTICLE VI- CAPITAL

The amount of capital with which the corporation shall commence business shall not be less than \$ 500.00 .

ARTICLE VII- TERM OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VIII- POSITIONS

The business of this corporation shall be conducted by a Board of

Directors consisting of one or more persons.

The officers of this corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as shall be appointed in accordance with the By-laws of this corporation.

ARTICLE IX- DIRECTORS

The names and street addresses of the members of the first Board of Directors, who shall hold office from the organization of this corporation to the first annual meeting, or until their successors are elected and have qualified, are as follows:

NAME

<u>ADDRESS</u>

CHRISTOPHER L THOMAS

9802 WOODROSE LN JACKSONVILLE FL 32257

ARTICLE X- OFFICERS

in the contract of the contract of

The following shall hold office named until their successors shall be regularly elected and shall be qualified:

<u>ADDRESS</u> NAME 9802 WOODROSE LN CHRISTOPHER L THOMAS - PRES. JACKSONVILLE, FL 32257 2569 FORBES ST ISAIAH MEDERS-VICE-PRES JACKSONVILLE FL 32256 303 COURTLEA OAKS BLVD CHARLES THOMAS-VICE PRES WINTER GARDEN FL 34787 1829 BAYARD PLACE LISA THOMAS-VICE PRES JACKSONVILLE FL 32205 9802 WOODROSE LN KRISTA THOMAS-SEC, TREAS JACKSONVILLE FL 32256

ARTICLE XI- STOCK SUBSCRIBERS

The names and street addresses of each subscriber of stock are: **ADDRESS**

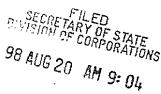
NAME

CHRISTOPHER THOMAS

9802 WOODROSE LN JACKSONVILLE FL 32257

The undersigned	incorporator	has	executed	these	Articles	of
Incorporation this	day of			19 <u>98</u> .		

SIGNATURE OF STOCK SUBSCRIBER



CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered, in the State of Florida.

- 1. The name of the corporation is: __IMPERIAL BAR & LOUNGE, INC.
- 2. The name of the registered agent and office address is:

CHRISTOPHER L THOMAS

9802 WOODROSE LANE

JACKSONVILLE, FLORIDA 32257

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE:

(REGISTERED AGENT)

DATE:

8-18-80