

(SAMPLE LETTER OF TRANSMITTAL)

P99000015383

DATE February 15, 1999

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

800002775848--3

-02/15/99--01126--018

\*\*\*122.50 \*\*\*\*78.75

Re: Clubhouse Sports Cafe, Inc.  
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

*John T. Mahaffey*

John T. Mahaffey, Secretary-Treasurer  
(Individual's Name)

FILED  
99 FEB 15 11:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Clubhouse Sports Cafe, Inc.  
(Name of Corporation)

|                                |          |      |
|--------------------------------|----------|------|
| MAILING ADDRESS OF CORPORATION |          |      |
| 9859 Bridgeton Drive           |          |      |
| Tampa, Florida 33626           |          |      |
| PHONE                          |          |      |
| (813 )                         | 920-5794 |      |
| Area Code                      | Number   | Ext. |

12/1999  
4

**ARTICLES OF INCORPORATION**

of

**Clubhouse Sports Cafe, Inc.**  
(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

**ARTICLE I - CORPORATE NAME**

The name of the corporation is:

**Clubhouse Sports Cafe, Inc.**

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TALLAHASSEE FLORIDA

**ARTICLE II - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of common stock, par value \$1.00 per share.

**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and, if different, the mailing address is:

|                |                      |         |           |
|----------------|----------------------|---------|-----------|
| STREET ADDRESS | 9859 Bridgeton Drive |         |           |
| CITY           | Tampa                | FLORIDA | ZIP 33626 |

Mailing address, if different

|                |               |         |     |
|----------------|---------------|---------|-----|
| STREET ADDRESS | Same As Above |         |     |
| CITY           |               | FLORIDA | ZIP |

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and the name of the initial registered agent at the office is:

|         |                      |         |           |
|---------|----------------------|---------|-----------|
| NAME    | Michael J. Smith     |         |           |
| ADDRESS | 9859 Bridgeton Drive |         |           |
| CITY    | Tampa                | FLORIDA | ZIP 33626 |

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


|         |                      |       |                   |
|---------|----------------------|-------|-------------------|
| NAME    | Michael J. Smith     |       |                   |
| ADDRESS | 9859 Bridgeton Drive |       |                   |
| CITY    | Tampa                | STATE | Florida ZIP 33626 |
| NAME    | John T. Mahaffey     |       |                   |
| ADDRESS | 527 Clearfield Road  |       |                   |
| CITY    | Brandon              | STATE | Florida ZIP 33511 |
| NAME    |                      |       |                   |
| ADDRESS |                      |       |                   |
| CITY    |                      | STATE | ZIP               |


**ARTICLE VIII - INCORPORATORS**

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

|         |                      |       |                   |
|---------|----------------------|-------|-------------------|
| NAME    | Michael J. Smith     |       |                   |
| ADDRESS | 9859 Bridgeton Drive |       |                   |
| CITY    | Tampa                | STATE | Florida ZIP 33626 |
| NAME    | John T. Mahaffey     |       |                   |
| ADDRESS | 527 Clearfield Road  |       |                   |
| CITY    | Brandon              | STATE | Florida ZIP 33511 |
| NAME    |                      |       |                   |
| ADDRESS |                      |       |                   |
| CITY    |                      | STATE | ZIP               |

The undersigned incorporator(s) have executed these Articles of Incorporation this 8th day of February, 19 99.

  
 Michael J. Smith (Signature)

  
 John T. Mahaffey (Signature)

\_\_\_\_\_ (Signature)

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE

Clubhouse Sports Cafe, Inc.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 9859 Bridgeton Drive

Tampa, Florida 33626

has named Michael J. Smith

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.



Michael J. Smith

(Signature)

2/08/99

(Date)

99 FEB 15 AM 11:04  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
SEM INOLE-MIAMI (8-93)