

FROM

(WED) 3. 3' 99 11:52/ST. 11:51/NO. 4260294583 P 1

P 990000019947

Florida Department of State

Division of Corporations

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Account Number : 072100000520
Phone : (813) 221-3900
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA PROFTT CORPORATION OR P.A.

GOLD COAST RESTAURANTS, INC.

W-5204

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$87.50

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ARTICLE IV

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 1,000,000 shares of common stock having a par value of \$.001 per share and 1,000,000 shares of preferred stock having a par value of \$.001 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE V

Registered Office and Registered Agent

The street address of the corporation's initial registered office is 1408 North Westshore Boulevard, Suite 706, Tampa, Florida 33607, and the name of the corporation's initial registered agent at such address is Michael W. Evans. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

ARTICLE VI

Incorporators

The name and address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Michael W. Evans	1408 North Westshore Boulevard Suite 706 Tampa, Florida 33607

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ARTICLE VII

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

Michael W. Evans
Michael W. Evans

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its 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.

Signature

Michael W. Evans
Michael W. Evans

Date:

3/2/99

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