

Corporate Headquarters, Inc.

4367 Tahiti Drive, Hernando Beach, FL 34607
Phone 352-596-0988/Fax 352-596-0988

March 26, 1999

Secretary of State
Corporation Division
P.O. Box 6327
Tallahassee, FL 32314

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-04/08/99--01099--002
*****70.00 *****70.00

Re: Quinlan's Firehouse & Grill, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation on the above named business and a check in the amount of \$70.00 which represents the filing fees.

Thank you for your attention to this matter and if you should have any questions, please feel free to contact our office.

Sincerely,

Corporate Headquarters, Inc.

Deborah Collingwood
Deborah Collingwood, President

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
QUINLAN'S FIREHOUSE & GRILL, INC.

ARTICLE I - NAME

The name of the Corporation is **QUINLAN'S FIREHOUSE & GRILL, INC.**

ARTICLE II - DURATION

As provided in Florida Statutes, Chapter 607, this corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of Common Stock at \$1.00 par value.

ARTICLE - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4367 Tahiti Drive, Hernando Beach, Florida 34607, and the name of initial registered agent of this corporation at that address is **Corporate Headquarters, Inc.**

ARTICLE VII - INITIAL ADDRESS OF THE CORPORATION

The street address of the initial office of this corporation is **15925 US Highway 19S, Hudson, FL 34667.**

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have **one (1)** director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than ~~one~~ **one** (1). The name and address of the initial directors of this corporation are:

**KEVIN QUINLAN
15925 US Highway 19S
Hudson, FL 34667**

ARTICLE IX - INCORPORATORS

The name and address of the person(s) signing these articles are:

**KEVIN QUINLAN
15925 US Highway 19S
Hudson, FL 34667**

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

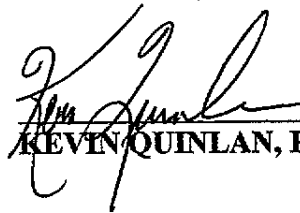
ARTICLE XI - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these articles of incorporations, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII - INDEMNIFICATION

In addition to any rights and duties under applicable law, the corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

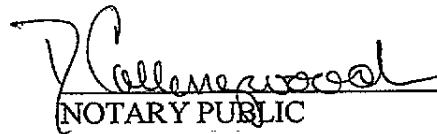
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 26th day of March, 1999.



KEVIN QUINLAN, President

**STATE OF FLORIDA
COUNTY OF HERNANDO**

The foregoing instrument was acknowledged before me this 26th day of March, 1999, by KEVIN QUINLAND, who has produced a Florida drivers license as identification.

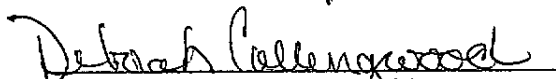


NOTARY PUBLIC



Having been named registered agent to accept service of process for the above stated corporation, at the place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes in all matters relative thereto.

CORPORATE HEADQUARTERS, INC.


Deborah Collingwood, President
4367 Tahiti Drive
Spring Hill, FL 34607

FILED
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