

99000046057

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Sir Steak, Inc.

500002881215--9
-05/20/99--01066--012
*****70.00 *****70.00

RECEIVED
99 MAY 20 PM 12:16
TALLAHASSEE, FLORIDA

- ✓ Art of Inc. File Photo
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
✓ Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 MAY 20 PM 1:45

FILED

Signature _____

Requested by: CD

Name _____

Date 5-20-99

Time 11:00

Walk-In _____

Will Pick Up _____

R. Furintun MAY 20 1999

FILED

1999 MAY 20 PM 1:45

ARTICLES OF INCORPORATION SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

Sir Steak, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **Sir Steak, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is **3718 Watrous Avenue, Tampa, FL 33629.**

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is three hundred (300) shares having a par value of (\$1.00) per share.

All shares of stock in the corporation are assignable and any stockholder may sell, assign and transfer his shares and certificates of stock at pleasure, except that no shareholder may sell to one not a shareholder without first offering his stock for sale to all the other shareholders and the corporation, as provided herein, and giving them a reasonable opportunity to purchase. And except further, that no such transfer or assignment shall be valid unless and until it shall have been entered upon the books of the corporation, and the old certificates shall have been surrendered.

for cancellation to the secretary, and a new certificate or certificates issued in lieu of same.

The offer to sell shall be in writing and be based upon a bona fide offer from a non-shareholder to purchase the stock.

In the event neither the corporation nor any other shareholder agrees to meet the bona fide offer and purchase the shares within 30 days of receipt of the offer to sell, then the shares may be sold to the bona fide offeree and transferred on the corporation's books, accordingly.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is William A. Post, Atty, 20702 W. Penn Avenue, Dunnellon, FL 34431.

ARTICLE V: INCORPORATOR

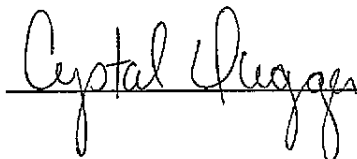
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of Directors of the corporation is Michael P. McCranie, 3718 Watrous Avenue, Tampa, FL 33629.

The undersigned has executed these Articles of Incorporation this 20th day of May 1999.

"Capital Connection, Inc. by Crystal Dugger, Office Manager"

_____

FILED

1999 MAY 20 PM 1:46

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

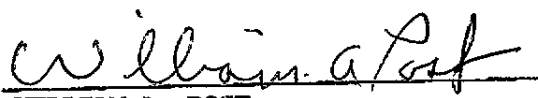
Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Sir Steak, Inc.

2. The name and street address of the registered agent and office is: William S. Post, Atty.

20702 W. Penn Avenue, Dunnellon, FL 34431.

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.


WILLIAM A. POST
ATTORNEY AT LAW