

ALAN ECKSTEIN

ATTORNEY AT LAW

1407 LEON STREET  
KEY WEST, FL 33040  
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July 1, 1999

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-07/22/99-01031-002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

RE: KEY WEST RESTAURANT & BAR ASSOCIATION, INC.

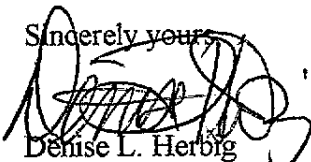
Dear Sir or Madam:

In connection with the captioned corporation, I enclose herewith an original and copy of the Articles of Incorporation and the Certificate designating place and agent for service of process. I am also enclosing herewith my check in the amount of \$78.75, representing the costs of filing, certified copy and registered agent designation.

Please send the certified copy thereof to the undersigned.

Thank you for your cooperation and attention to this matter.

Sincerely yours,

  
Denise L. Herbig  
Legal Assistant

:dlh

Enclosures as stated

FILED  
99 JUL 22 PM 5:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. GALLON CASE

JUL 28 1999

**ARTICLES OF INCORPORATION**  
**OF**  
**KEY WEST RESTAURANT & BAR ASSOCIATION, INC.**

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99 JUL 22 PM 5:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is: KEY WEST RESTAURANT & BAR ASSOCIATION, INC.

**ARTICLE II - DURATION**

This corporation shall exist perpetually unless sooner dissolved according to law, commencing on the date of the filing of these Articles of Incorporation.

**ARTICLE III - PURPOSE**

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to-wit:

(a) To represent and promote all facets of the food and beverage industry; to preserve and enhance member businesses and their employees; to assist city government and the community at large in understanding the needs and support that the food and beverage industry requires to ensure a quality local industry; to unify the local industry to achieve common goals; to raise and collect funds to ensure a stable organization, but not to generate a profit; and to operate as a not for profit organization.

(b) Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts and things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied.

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

The street address of the initial registered office of this corporation is:

1407 Leon Street

Key West, Florida 33040

and the name of the initial registered agent of this corporation at that address is:

ALAN ECKSTEIN, ESQ.

ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office address of this corporation is:

724 Duval Street

Suite #201

Key West, Florida 33040

and the principal office address and the business mailing address are one and the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three 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 three. The method of election of directors shall be stated in the by-laws.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

JAMES R. GILLERAN

724 Duval Street

Suite #201

Key West, Florida 33040

ARTICLE VIII - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in Meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 28<sup>th</sup> day of June, 1999.

  
JAMES R. GILLERAN

STATE OF FLORIDA     )  
                                      )SS.  
COUNTY OF MONROE )

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared JAMES R. GILLERAN, known by me to be the person who executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at said County and State this 28<sup>th</sup> day of June, 1999.



Denise L. Herbig  
MY COMMISSION # CC599103 EXPIRES  
November 5, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

Denise L. Herbig  
NOTARY PUBLIC, STATE OF FLORIDA

Type of Identification for Incorporator: Florida Driver's License

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First -- That -- KEY WEST RESTAURANT & BAR ASSOCIATION, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of KEY WEST, State of FLORIDA, has named ALAN ECKSTEIN, ESQUIRE, located at 1407 LEON STREET, City of KEY WEST, STATE OF FLORIDA, as its agent to accept service of process within Florida.

SIGNATURE

  
JAMES R. GILLERAN

TITLE:

PRESIDENT

DATE:

6/29/99

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.

SIGNATURE

  
ALAN ECKSTEIN, ESQUIRE

DATE:

6-29-99

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA