

Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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From:

Account Name : EDWARD H. GILBERT, P.A.
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**ARTICLES OF INCORPORATION
OF
BREW PUB ENTERPRISES, INC.**

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

**ARTICLE I
CORPORATE NAME**

The name of the corporation is BREWPUB ENTERPRISES, INC. (the "Corporation").

**ARTICLE II
INITIAL ADDRESS**

The initial street address and mailing address of the principal office of the Corporation is:

6100 Glades Road, Suite 201
Boca Raton, Florida 33431

**ARTICLE III
CAPITALIZATION**

The Corporation is authorized to issue 50,000 shares of common stock, par value \$.001 per share.

**ARTICLE IV
REGISTERED AGENT**

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

E.H.G. Resident Agents, Inc.
5100 Town Center Circle, Suite 330
Boca Raton, Florida 33486

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TALLAHASSEE, FLORIDA

- (a.) Edward H. Gilbert, Esq.
- (b.) 5100 Town Center Circle, Suite 330
Boca Raton, Florida 33486
- (c.) (561) 361-9300
- (d.) ((H99000020775 5)))
- (e.) Florida Bar No. 180595

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ARTICLE V
INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Edward H. Gilbert, Esq.
Edward H. Gilbert, P.A.
5100 Town Center Circle, Suite 330
Boca Raton, Florida 33486

ARTICLE VI
CORPORATE AUTHORITY

The corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under the Florida Business Corporations Act.

ARTICLE VII
DIRECTORS

The corporation shall have one director and the number of directors may be increased or diminished from time to time as provided in the bylaws of the Corporation but shall never be less than one.

ARTICLE VIII
BYLAWS

The initial Bylaws of the corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by either the shareholders or the Board of Directors.

ARTICLE IX
DIRECTOR AND OFFICER INDEMNIFICATION

The Corporation shall indemnify its officers and directors and former officers and directors to the fullest extent permitted by applicable law.

ARTICLE X
CORPORATE EXISTENCE

The corporate existence of the Corporation shall commence on the filing of these Articles of Incorporation by the Department of State of the State of Florida.

- (a.) Edward H. Gilbert, Esq.
- (b.) 5100 Town Center Circle, Suite 330
Boca Raton, Florida 33486
- (c.) (561) 361-9300
- (d.) ((H99000020775 5)))
- (e.) Florida Bar No. 180595

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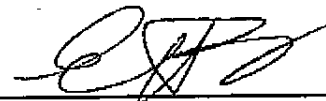
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ARTICLE XI
AFFILIATED TRANSACTIONS

The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of August, 1999.



Edward H. Gilbert, Incorporator

- (a.) Edward H. Gilbert, Esq.
- (b.) 5100 Town Center Circle, Suite 330
Boca Raton, Florida 33486
- (c.) (561) 361-9300
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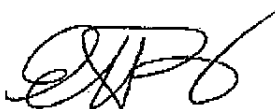
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ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of BREWPUB ENTERPRISES, INC. contained in the foregoing Articles of Incorporation and states that the undersigned is familiar with and accepts the obligations set forth in Section 607.0508 of the Florida Business Corporation Act.

E.H.G. RESIDENT AGENTS, INC.



Date: August 19, 1999

By: _____
Edward H. Gilbert, President

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TALLAHASSEE, FLORIDA

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