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Barbara L. Wright  
1550 Semoran Blvd.  
Winter Park, FL 32792  
(407) 671-5035

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

500003044235--9  
-11/15/99--01106--001  
\*\*\*\*122.50 \*\*\*\*78.75

**RE: Murph's Pub, Inc.**

Dear Ladies and Gentlemen,

Enclosed are the original and duplicate copy of the Articles of Incorporation of this proposed corporation.

The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it.

Also enclosed is a certificate designating place of business or domicile for service of process within the this State, naming agent upon whom process may be served.

A check is also enclosed in the amount of \$122.50 to cover the filing fee, the fee for the certified copy of the Certificate of Incorporation, and for designation of resident agent.

Sincerely,

Barbara L. Wright

Enclosures:

Articles of Incorporation  
Certificate designating place for service  
Check in the amount of \$122.50

FILED  
1999 NOV 15 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
MURPH'S PUB, INC.**

FILED  
1999 NOV 15 AM 8 28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation shall be **Murph's Pub, Inc.**

**ARTICLE II - DURATION**

This corporation shall exist perpetually, commencing as of the date of acceptance of these Articles of Incorporation.

**ARTICLE III - PURPOSE**

This corporation may engage in the operation for sale and consumption on the premises of a food and beverage establishment permitted under the laws of the United States and the State of Florida.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives express above.

**ARTICLE IV - CAPITAL STOCK**

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock having ONE DOLLAR (\$1.00) par value, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the board of directors, at least equivalent to the full value of the stock so to be issued as herein above set forth, and when so issued shall become and be fully paid and nonassessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increases the designations, preferences, voting powers or restrictions, or qualifications of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street (mailing) address of the initial principal and registered office of this corporation shall be: 1550 Semoran Blvd., Winter Park, FL 32792.

The name of the initial registered agent of this corporation at that address shall be: Barbara L. Wright.

#### **ARTICLE VI - INITIAL OFFICER(S)**

The name and street address of the initial officer of this corporation, who shall hold office for the first year in existence of this corporation or until his successor is elected or appointed and has qualified, is:

<b><u>Name</u></b>	<b><u>Street Address</u></b>	<b><u>Office</u></b>
Barbara L. Wright	1550 Semoran Blvd. Winter Park, FL 32792	Pres./Sec.
Tracy L. Murphy	1550 Semoran Blvd. Winter Park, FL 32792	Vice Pres./Treas.

#### **ARTICLE VII - INITIAL DIRECTOR(S)**

This corporation shall consist of two (2) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The name and street address of the initial directors of this corporation, who shall hold office for the first year in existence of this corporation or until their successors are elected or appointed and has qualified, are:

<b><u>Name</u></b>	<b><u>Street Address</u></b>
Barbara L. Wright	1550 Semoran Blvd. Winter Park, FL 32792
Tracy L. Murphy	1550 Semoran Blvd. Winter Park, FL 32792

**ARTICLE VIII - INCORPORATOR**

The following is the name and street address of the incorporator to these Articles of Incorporation:

<u>Name</u>	<u>Street Address</u>
Barbara L. Wright	1550 Semoran Blvd. Winter Park, FL 32792

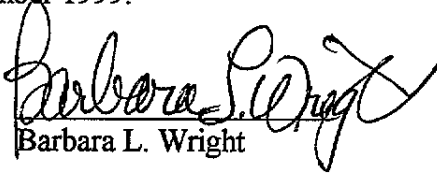
**ARTICLE IX - BY-LAWS**

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal by-laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such by-laws.

**ARTICLE X - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law

IN WITNESS WHEREOF, The parties have hereunto set their hand and seal this \_\_\_\_ day of November 1999.

  
Barbara L. Wright

  
Tracy L. Murphy

**STATE OF FLORIDA  
COUNTY OF SEMINOLE**

Before me personally appeared both Barbara L. Wright & Tracy L. Murphy, to me well known and known to me to be the individuals described in and who executed the foregoing, and they swore to and acknowledged before me that they executed the same for the purposes therein expressed

Witness my hand and official seal in the County and State above this 8<sup>th</sup> day of November 1999.

  
Notary Public  
My Commission Expires:



Candace W. Tidwell  
My Commission CC820975  
Expires February 12, 2001

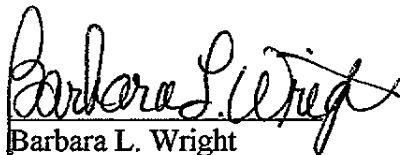
**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE  
FOR SERVICE OF PROCESS WITHIN THIS STATE  
NAMING REGISTERED AGENT UPON WHICH  
PROCESS MAY BE SERVED**

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, Murph's Pub, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in Longwood (Seminole County), Florida, has named its Registered Agent, Barbara L. Wright, 1550 Semoran Blvd., Winter Park, Seminole County, Florida, to accept services of process with this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above state corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



Barbara L. Wright  
1550 Semoran Blvd.  
Winter Park, FL 32792

FILED  
1999 NOV 15 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA  
COUNTY OF SEMINOLE**

Before me personally appeared Barbara L. Wright, to me well known and known to me to be the individual described in and who executed the foregoing, and she swore to and acknowledged before me that she executed the same for the purposes therein expressed

Witness my hand and official seal in the County and State above this 8<sup>th</sup> day of November 1999.



Notary Public  
My Commission Expires:



Candace W. Tidwell  
My Commission CC620975  
Expires February 12, 2001