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DELAWARE COUNTY IOWA
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2004 MAY 21 AM 10:00

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DEBORAH L. PEYTON
DELAWARE CO RECORDER
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SECRETARY OF STATE
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EVJ/HG/Tom Jenk

Prepared by: Tom Jenk, P.O. Box 304, Dyersville, Iowa 52040-0304 (563) 875-9112

**ARTICLES OF INCORPORATION
OF
THE FINAL ESCAPE BAR & GRILL, INC.**

I, Linda L. Nurre, sole Incorporator of a corporation under the Iowa Business Corporation Act, under Chapter 496A of the Iowa Code, hereby adopt the following Articles of Incorporation for said corporation.

ARTICLE I

The name of the corporation shall be ***THE FINAL ESCAPE BAR & GRILL, INC.***

ARTICLE II

The corporation shall have unlimited power to engage in and to do any lawful act concerning any and all lawful business for which corporations may be organized under this Act.

ARTICLE III

The address of the initial registered office of the corporation is 6 Northern Avenue, Earlville, Delaware, Iowa, 52041, and the name of the initial Registered Agent is Linda L. Nurre.

ARTICLE IV

The corporation shall have perpetual duration and shall begin and commence corporation existence on June 1, 2004, subject to the approval of the Secretary of State, State House, Des Moines, Iowa, and the issuance of a certificate of acknowledgment of incorporation by them.

ARTICLE V

The shares of stock which the corporation is authorized to issue are:

Common Stock: 10,000 shares having a par value of \$100.00 per share, or a total of \$1,000,000.00. Each shareholder shall be entitled to one vote for each share of said common stock herein.

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ARTICLE VI

The private property of the shareholders of this corporation shall not be liable for the corporate debts or liabilities, but shall be wholly exempt therefrom.

ARTICLE VII

The number of Directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person to serve as Director until the first annual meeting of the Shareholders or until its successor is elected and shall qualify are:

Linda L. Nurre
27176 218th Street
Earlville, Iowa 52041

ARTICLE VIII

The names and addresses of the Incorporators are:

Linda L. Nurre
27176 218th Street
Earlville, Iowa 52041

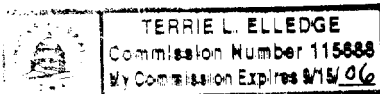
Dated at Dyersville, Iowa, this 4th day of May, 2004.

Linda L. Nurre
Linda L. Nurre

STATE OF IOWA)
) ss:
COUNTY OF DUBUQUE)

On this 4th day of May, 2004, before the undersigned, a Notary Public in and for the State of Iowa, personally appeared Linda L. Nurre, to me personally known to be the person named in and who executed the foregoing as their voluntary act and deed.

Terrie L. Elledge
Notary Public in and for the State of Iowa



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