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ROY C. SUMMERLIN
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OF COUNSEL

PLEASE REPLY TO:
P. O. DRAWER 798
WINTER HAVEN, FLORIDA 33882-0798

A. SUMMERLIN
(1889-1979)

TELECOPIER
(813) 299 5107

August 30, 1995

The Honorable Jim Smith
Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32399

Re: Anna Maria Oyster Bar, Inc.

Gentlemen:

In connection with the above matter, we now enclose the original and one copy of Articles of Incorporation, together with Certificate of Designation, Resident Agent/Registered Office, and our check payable to your order in the amount of $122.50. We have computed the filing fees as follows:

1. Filing fee $35.00
2. Certified copy 52.50
3. Resident agent/ office fee 35.00

Please file the Articles of Incorporation and return a certified copy thereof to this office at your earliest convenience.

FILED
95 SEP -5 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

With kindest regards,

SUMMERLIN, CONNOR & CLINE

Roy C. Summerlin
RCS/cd
Enclosures

FILED
95 SEP -5 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ANNA MARIA OYSTER BAR, INC.

We, the undersigned, execute these Articles of Incorporation for the purpose of becoming a body corporate under the laws of the State of Florida, providing for the formation and management, liabilities and immunities of a corporation, the provisions of which law are hereby accepted and we hereby adopt the following proposed Articles of Incorporation for which this Certificate is made.

ARTICLE I

The name of the corporation shall be ANNA MARIA OYSTER BAR, INC., a Florida corporation.

ARTICLE II

The corporation may engage in any activity, business or service permitted under the laws of the United States and/or the State of Florida, including any and all activities customarily engaged in by corporations under the laws of the State of Florida engaged in the business of marketing, manufacturing, fabricating, assembling, selling, exchanging and the furnishing of goods, foods, wares, merchandise and services for profit, including but not limited to performing services and engaging in activities customarily enjoyed by corporations engaged in the restaurant business, except that this corporation shall not be authorized to conduct a banking, safety deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetary company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefits society, or state fair exposition.

ARTICLE III

The maximum number of shares of capital stock that this corporation shall have outstanding at any time shall be 1,000 shares of common stock, with par value of $1.00 per share, all of said stock to be fully paid and non-assessable; payment for said stock shall be in cash or labor, services or property at a valuation to be fixed by the Board of Directors.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be over $500.00.

ARTICLE V

The period of existence of this corporation shall be perpetual unless sooner dissolved according to law.

ARTICLE VI

The general office and place of business of this corporation shall be 8403 Maria Drive, Holmes Beach, Florida 34217, but the Directors shall have the right to change the location of said general office and principal place of business to any other point deemed advisable and branch office and places of business may be established at any and all points deemed advisable by the Board of Directors.

ARTICLE VII

The business and affairs of this corporation shall be conducted by a President, one or more Vice Presidents, a Secretary/Treasurer and a Board of Directors of not less than one in number, but the number of Directors may be increased from time to time by the By-Laws or Resolution of the Stockholders to any number compatible with the law; and other offices may in the same manner be created, filled and established.

The Directors of said corporation shall be elected by the Stockholders at each annual meeting of the Stockholders. The annual meeting of the Stockholders shall be held on the first Tuesday in July of each year. Any Stockholders' meeting may be held any time when a quorum of Stockholders are present and request such meeting to be held. The date of the annual meeting may be changed by the By-Laws or Resolution of the Board of Directors adopted at any time by the Board of Directors at a meeting held immediately following each annual meeting of the Stockholders.

ARTICLE VIII

Lost or destroyed stock certificates shall be replaced by the issuance of new stock certificates in the manner prescribed by the By-Laws of this corporation.

ARTICLE IX

The names and addresses of the first Board of Directors, who, subject to this Certificate of Incorporation, the By-Laws and the Laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors have been elected and qualified are as follows:

John C. Horne	8403 Maria Drive Holmes Beach, FL 34217
Philip Seay	4310 Smoky Rd. Newnan, GA 30263
Lynn D. Horne, Sr.	P. O. Box 797 Bartow, FL 33831

ARTICLE X

The names and addresses of the subscribers to this Certificate is as follows:

John C. Horne	8403 Maria Drive Holmes Beach, FL 34217
Philip Seay	4320 Smoky Rd. Newnan, GA 30263
Lynn D. Horne. Sr.	P. O. Box 797 Bartow, FL 33831

ARTICLE XI

The name and address of the officers of the corporation who shall hold office for the first year of the corporation's existence or until his successor has been elected and qualified is as follows:

John C. Horne President	8403 Maria Drive Holmes Beach, FL 34217
Philip Seay Vice President	4320 Smoky Rd. Newnan, GA 30263
Lynn D. Horne, Sr. Secretary/Treasurer	P. O. Box 797 Bartow, FL 33881

ARTICLE XII

The street address of the initial registered office of this corporation is 101 Sixth Street, NW, Winter Haven, Florida 33881, and the name of the initial registered agent at that address is CLINTON C. CURTIS.

WITNESS my hand and seal this 25th day of July, 1994.

John C Horne
JOHN C. HORNE, Incorporator

Philip Seay
PHILIP SEAY, Incorporator

Lynn D. Horne Sr
LYNN D. HORNE, SR., Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

Personally appeared before the undersigned authority, JOHN C. HORNE, to me personally known or who produced N/A as identification and known to me to be the person described in and who executed the above instrument and he acknowledged to me that the execution thereof was his free act and deed for the uses therein stated.

WITNESS my hand and seal of office in the State and County last aforesaid, this 10th day of AUGUST, 1995.

Peggy A. Nelson
Name: PEGGY A. NELSON
Notary Public, State of Florida
My Commission Expires:

PEGGY A. NELSON
MY COMMISSION # CC 470222
EXPIRES: June 27, 1999
Bonded Thru Notary Public Underwriters

STATE OF GA
COUNTY OF Fulton

Personally appeared before the undersigned authority, PHILIP SEAY, to me personally known or who produced ________________________ as identification and known to me to be the person described in and who executed the above instrument and he acknowledged to me that the execution thereof was his free act and deed for the uses therein stated.

WITNESS my hand and seal of office in the State and County last aforesaid, this 25 day of July, 1995.

Candice M. Redman
Name:
Notary Public, State of Florida
My Commission Expires: 9.21.98

STATE OF Florida
COUNTY OF [illegible]

Personally appeared before the undersigned authority, LYNN D. HORNE, SR., to me personally known ~~or who produced~~ ________________________ as identifica~~tion~~ and known to me to be the person described in and who executed the above instrument and he acknowledged to me that the execution thereof was his free act and deed for the uses therein stated.

WITNESS my hand and seal of office in the State and County last aforesaid, this 11 day of August, 1995.

[illegible]
Name: [illegible]
Notary Public, State of Florida
My Commission Expires: 7/26/99

Commission No. CC 484 198

FILED

95 SEP -5 AM 9:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statment in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ANNA MARIA OYSTER BAR, INC.

2. The name and address of the registered agent and office is:

CLINTON A. CURTIS
101 Sixth Street, N.W.
Winter Haven, Florida 33881

Lynn DeHorne
(Corporate Officer)

Title Secretary

Date August 17, 1995

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.

Name CLINTON A. CURTIS

Date August 17, 1995

Registered Agent Filing Fee: $35.00