

P97000088720

OCT-14-1997 17:09
10/14/97
4:29 PM

RAYMOND & RAYMOND
FLORIDA DIVISION OF CORPORATIONS

P.01/05

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000017105 2))

TO: DIVISION OF CORPORATIONS
(850)922-4001

FAX #:

FROM: RAYMOND & RAYMOND, P.A.
105147001567

ACCT#:

CONTACT: KERA J DRAETTA

PHONE: (561)368-2151

FAX #:

(561)368-4668

NAME: HAMMERHEADS SEA GRILLE OF JUNO BEACH, INC.

AUDIT NUMBER.....H97000017105

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4 (5)

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

FILED
97 OCT 15 AM 7:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(850) 922-4001
H97000017105

ARTICLES OF INCORPORATION

OF

HAMMERHEADS SEA GRILLE OF JUNO BEACH, INC.

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

ARTICLE I

The name of this corporation is HAMMERHEADS SEA GRILLE OF JUNO BEACH, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 1,000 at \$.01 par value common shares.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The street address of the Corporation shall be 4135 Burns Road, Palm Beach Gardens, FL 33410. The name of the Corporation's initial registered agent is Phillip H. Forbes, Esq..

Prepared by:
Phillip H. Forbes
BUTZEL LONG, P.C.
11382 Prosperity Farms Road, 227
Palm Beach Gardens, FL 33410
(561) 368-2151
Bar #0180358

(850) 922-4001
H97000017105

FILED
OCT 15 AM 7:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(850) 922-4001
H97000017105

ARTICLE V

The number of directors constituting the initial Board of Directors of this Corporation is two (2). The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Dean Eric Lavallee	329 Kelsey Park Circle Palm Beach Gardens, FL 33410
Paul Griffo	8 Bayview Terrace Tequesta, FL 33469

The initial directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

ARTICLE VI

The name and address of the incorporator is Dean Eric Lavallee, 329 Kelsey Park Circle, Palm Beach Gardens, FL 33410.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE IX

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the by-laws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of directors of this Corporation, unless otherwise provided in the by-laws.

ARTICLE X

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

(850) 922-4001
H97000017105

(850) 922-4001
H97000017105

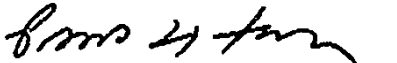
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 620.192, Florida Statutes, the following is submitted:

That HAMMERHEADS SEA GRILLE OF JUNO BEACH, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 4135 Burns Road, Palm Beach Gardens, FL 33410, has named Philip H. Forbes, Esq., located at BUTZEL LONG, P.C., 11382 Prosperity Farms Road, Suite 227, Palm Beach Gardens, FL 33410, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

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 performance of my duties.


Philip H. Forbes

(850) 922-4001
H97000017105

FILED
97 OCT 15 AM 7:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA