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LAW OFFICES
WOLF & SHORT

PROFESSIONAL ASSOCIATION
CENTURY CITY EXECUTIVE COMPLEX
3733 UNIVERSITY BOULEVARD, WEST, SUITE 203
JACKSONVILLE, FLORIDA 32217

FREDERICK R. SHORT, JR.
WAYNE A. WOLF

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TAXATION
WILLS, ESTATES & ESTATE PLANNING
CORPORATION & BUSINESS LAW

July 2, 1996

Jenna Eckland
Leon Branch

Attorney's Title Fund, Inc.
660 E. Jefferson Street, Suite 200
Tallahassee, FL 32301

Re: GAR, Inc.

Dear Jenna:

Enclosed for filing with the Secretary of State are duplicate original Articles of Incorporation of GAR, Inc.

Also enclosed is our firm check in the amount of \$122.50 to cover the following:

Filing fee Articles of Incorporation	\$35.00
Filing fee Designation of Registered Agent	35.00
Certified Copy	<u>\$52.50</u>
	\$122.50

When these Articles have been filed, please return a certified copy to the undersigned.

Thanking you, I am

Very sincerely yours,

WOLF & SHORT, P.A.

By F. R. Short, Jr.
Frederick R. Short, Jr.

FILED
55 JUL -3 PM 1:59
TALLAHASSEE, FLORIDA

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-07/03/96-01090-012
****122.50 ****122.50

RECEIVED
55 JUL -3 PM 1:01
DIVISION OF CORPORATION

AS
7/3/96

ARTICLES OF INCORPORATION
OF
GAR, INC.

FILED
96 JUL -3 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of this Corporation is GAR, INC.

ARTICLE II

Principal Office

The principal office of this corporation shall be 9950-26 Baymeadows Road, Jacksonville, Florida 32256.

ARTICLE III

Duration

This corporation shall have perpetual existence.

ARTICLE IV

Purposes and Powers

The nature and purposes of the business to be carried on by GAR, INC., are to engage in the operation of an arcade family entertainment facility and in any activity or business permitted under the laws of the United States and of the State of Florida. The corporation shall have all powers of a general corporation for profit under Chapter 607, Florida Statutes, or any amendment thereto.

ARTICLE V

Capital Stock

The maximum number of shares of capital stock which this corporation is authorized to issue or to have outstanding at any one time is 1,000,000 shares of common capital stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3733 University Boulevard, West, Suite 203, Jacksonville, Florida 32217, and the name of the initial registered agent of this corporation at this address is Frederick R. Short, Jr..

ARTICLE VII
Exercise of Corporate Power

All corporate powers, including setting officers' salaries, shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed by the Board of Directors as provided in the By-Laws. The initial Board of Directors shall consist of one (1) Director and the initial Director will be:

Guy Louis Connell

3852 Northwest 36th Street
Gainesville, FL 32605

ARTICLE VIII
Incorporator

The name and address of the individual signing these Articles are:

Frederick R. Short, Jr.

3733 University Blvd. W.,
Suite 203
Jacksonville, FL 32217

ARTICLE IX
By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X
Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the extent permitted by law.

ARTICLE XI
Amenament

These Articles of Incorporation may be amended in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation.

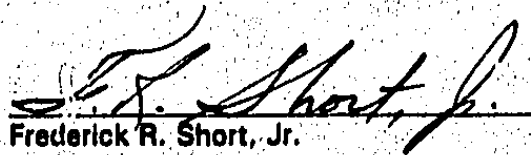
ARTICLE XII
Restriction on Transfer of Shares

No shareholder shall transfer or encumber his shares during his lifetime to any person not a shareholder in the corporation unless the transferring shareholder first obtains in writing the unanimous consent of the remaining shareholders.

ARTICLE XIII
Effective Date

These Articles of Incorporation shall become effective on the date they are accepted and filed by the Secretary of State.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 2nd day of July, 1996.


Frederick R. Short, Jr.
Incorporator

DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

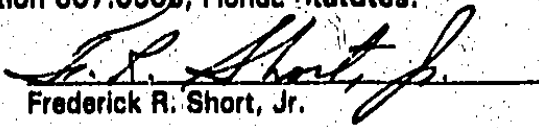
JULY 2, 1996

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

GAR INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at Jacksonville, County of Duval, State of Florida, has named Frederick R. Short, Jr., located at 3733 University Boulevard West, Jacksonville, County of Duval, State of Florida 32217, as its Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated above, I hereby agree to act in this capacity, and agree to comply with the provisions of Section 607.0501, Florida Statutes.


Frederick R. Short, Jr.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUL -3 PM 1:57

FILED