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CORPORATE
ACCESS,
INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP

1/25/00  *Alinda*

✓

CERTIFIED COPY

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PHOTO COPY

✓ FILING *Articles*

1.) *Past Time Lounge II, Inc.*
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

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-01/26/00--01001--014
*****78.75 *****78.75

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

APPROVED
AND
FILED
00 JAN 25 PM 4: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS

RECEIVED
00 JAN 25 PM 4: 09
DEPARTMENT OF STATE
DIVISION OF CORPORATE REGISTRATION
TALLAHASSEE, FLORIDA

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2052

ARTICLES OF INCORPORATION

FOR

PAST TIME LOUNGE II, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is

PAST TIME LOUNGE II, INC.

APPROVED
AND
FILED
00 JAN 25 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 2860 Recker Highway, Winter Haven, FL 33880.

ARTICLE III - DIRECTORS

The name and address of the initial director(s) is

P/S/T/D - Earl A. Woodard
2860 Recker Highway
Winter Haven, FL 33880

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares having a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is Corporate Access, Inc., 236 East 6th Avenue, Tallahassee, FL 32303.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 236 East 6th Avenue, Tallahassee, Florida 32303.

The undersigned incorporator has executed these Articles of Incorporation this 25th day of January, 2000.



Corporate Access, Inc.
President - Danny Bennett

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is

PAST TIME LOUNGE II, INC.

The name and address of the registered agent is

Corporate Access, Inc.
236 East 6th Avenue
Tallahassee, Florida 32303

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN 25 PM 4:08

APPROVED
AND
FILED

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.



Corporate Access, Inc.
President - Danny Bennett
Date - 1/25/2000