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Law Offices of
Wm. Newt Hudson

23 West Tarpon Ave.
Tarpon Springs, FL 34689
727/938-2004
(Fax) 727/934-9960

FILED
00 MAY 22 AM 9:38
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
5-18-00

May 18, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32304

900003262219--4
-05/22/00--01128--008
****122.50 *****78.75

RE: Billy's of Pasco, Inc.

Gentlemen:


Please find enclosed an original and one copy of Articles of Incorporation for the above-named corporation. In addition, please find enclosed a check in the amount of \$122.50 which represents the following fees:

Filing fee	\$ 35.00
Certified copy	\$ 52.50
Registered Agent fee	\$ 35.00
=====	
	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter will be greatly appreciated. Please feel free to give me a call should you have any questions.

Yours truly,


Donna J. Mercer
for: WM. NEWT HUDSON

/dm
Enc.

F. CHESNEY MAY 31 2000

ARTICLES OF INCORPORATION
OF

BILLY'S OF PASCO, INC

EFFECTIVE DATE
5-18-60

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY 22 AM 9:38

FILED

I, the undersigned subscriber to these Articles of Incorporation, natural person, competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be BILLY'S OF PASCO, INC. Its principal place of business shall be 4201 Grand Boulevard, New Port Richey, Florida 34652.

ARTICLE II. NATURE OF BUSINESS

This corporation is organized for the purposes of transacting any and all lawful business as authorized under the laws of the State of Florida or any other state, country or territory under which it may qualify to do business; and more particularly, it shall have all the powers set forth in Florida Statutes Chapter 607 and any and all other powers incidental to the conducting of its business and any and all other similar or like services.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 105 shares of common stock, all of one class.

ARTICLE IV. REGISTERED AGENT

The corporation shall have as its initial registered agent, William Armstrong, 4201 Grand Boulevard, New Port Richey, Florida, 34652, who shall acknowledge acceptance of said position by Affidavit.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

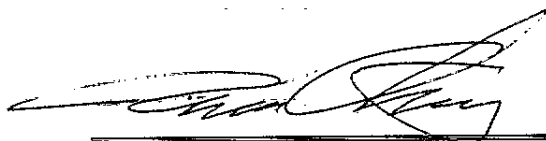
The subscriber of these Articles of Incorporation and post office addresse is as follows:


<u>NAME</u>	<u>ADDRESS</u>
William Armstrong	90 S. Highland Ave., Apt. 1112 Tarpon Springs, FL 34689
Patricia Carlson	90 S. Highland Ave., Apt. 1112 Tarpon Springs, FL 34689

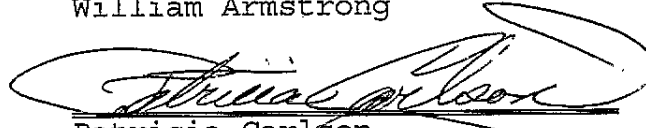
IN WITNESS WHEREOF, We, the undersigned have hereunto
subscribed our hands and affixed our seals to these Articles of
Incorporation this 18th day of May, 2000.

Signed, Sealed and Delivered
in the presence of:


Witness/Wm. Newt Hudson



William Armstrong


Witness/Karen A. Agresti


Patricia Carlson

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged
before me this 18th day of May, 2000, by William Armstrong and
Patricia Carlson, who [] are personally known to me; or who ☒
produced (DRIVERS LICENSE) and (DRIVERS LICENSE)
as identification, respectively, and who (did/did not) take an
oath.


Notary/Donna J. Mercer
Commission #



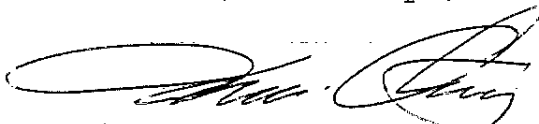
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance with Section 48.091, Florida Statutes, and
Section 607.0501, Florida Statutes, the following is submitted, in
compliance with said Act:

First -- BILLY'S OF PASCO, INC. desiring to organize under the
laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation at the City of New Port
Richey, County of Pasco, State of Florida, has named William
Armstrong, 4201 Grand Boulevard, New Port Richey, Florida, 34652,
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 place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office, and I
hereby state that I am familiar with, and accept, the obligations
of this position.

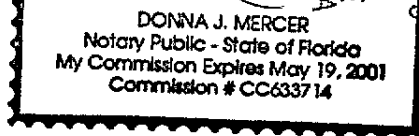


William Armstrong/Resident Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 18th
day of May, 2000, by William Armstrong, who [] is personally known
to me; or who [V] has produced (DRIVERS LICENSE) as identification
and who (did/did not) take an oath.


Notary Donna J. Mercer
Commission No.:



FILED
MAY 22 AM 9:58
CLERK OF CIRCUIT COURT
COUNTY OF PINELLAS, FLORIDA