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Joseph M. Scheyd, Jr. P.A.

ATTORNEY AT LAW

1221 AIRPORT ROAD • SUITE 209

DESTIN, FLORIDA 32541

TEL: (850) 837-1171

FAX: (850) 837-3317

July 12, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-07/14/00--01058--007

*****70.00 *****70.00

RE: Articles of Incorporation for The Breakroom of Destin, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. Also enclosed is a check in the amount of \$70.00 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Sincerely,



Tiffany Donaldson
Legal Assistant for
Joseph M. Scheyd, Jr.

/tjd

Enclosures

FILED
00 JUL 14 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

jk 7/14

ARTICLES OF INCORPORATION
OF
THE BREAKROOM OF DESTIN, INC.

FILED
00 JUL 14 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is THE BREAKROOM OF DESTIN, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

205 B,C & D Mountain Drive
Destin, Florida 32541

The mailing address of this corporation shall be:

205 B,C, & D Mountain Drive
Destin, Florida 32541

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is Doug Frier, 1233 Quail Lake Boulevard, Destin, Florida 32541.

ARTICLE VI - INCORPORATORS

The name and address of the person signing these articles is: _____

Doug Frier ..
1233 Quail Lake Boulevard
Destin, Florida 32541

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of one (1) director. The name and address is as follows:

[illegible]

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - ACTION WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 6 day of July, 2000.

DOUG FRIER

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this _____ day of July, 2000 by **DOUG FRIER**, who is personally known to me or

who has produced _____ as identification
and who did take an oath and acknowledged and declared that he
executed the same for the uses and purposes therein set forth.



NOTARY PUBLIC

My Commission Expires: _____



Joseph M. Scheyd, Jr.
MY COMMISSION # CC657563 EXPIRES
June 22, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is: THE BREAKROOM OF DESTIN, INC.

2. The name of the registered agent is Doug Frier. The address of the registered office is 1233 Quail Lake Boulevard, Destin, Florida 32541.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this 6 day of July, 2000.


DOUG FRIER
Registered Agent

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00 JUL 14 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA