

PO0000079263
LYONS AND LYONS

CERTIFIED PUBLIC ACCOUNTANTS

523 South Sixth Street
Macclenny, Florida 32063

Telephone (904) 259 4307
Fax (904) 259 5102
TALLAHASSEE, FLORIDA

FILED

00 AUG 16 PM 1:27

EXPIRATION DATE
08/15/00

300003359033--9
-08/16/00--01035--014
*****78.75 *****78.75

August 10, 2000

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

Re: RCC Entertainment, Inc.

Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, and Resident Agent Certificate, in connection with the above new corporation. Also enclosed is a check payable in the amount of \$78.75 to cover the filing fees. Please file the Articles of Incorporation and return one certified copy to the registered agent at your earliest convenience.

Sincerely,

James G. Lyons
James G. Lyons, CPA

Patricia

**Articles of Corporation
Of
RCC Entertainment, Inc.**

FILED

00 AUG 16 PM 1:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this corporation is: **RCC Entertainment, Inc.**

Article II. Nature of Business

The general nature of the business to be transacted by this corporation is operation of retail lounge and entertainment establishments and:

EFFECTIVE DATE

08/15/00

- (a) To invest, reinvest, deal in, sell, or lease or otherwise dispose of items of personal and real property, of all kinds, classes and description, of whatsoever nature, in the State of Florida, or in any other state or country and to furnish other services and to engage in any and all other business activities.
- (b) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in and deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, cooperative association, mutual fire insurance protection, cooperative association, fraternal benefit society, state fair or exposition.
- (c) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.
- (d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.
- (e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- (f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the stock of, or any bonds, securities, or other evidences of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges, of ownership, including the right to vote such stock.
- (g) To enter into and be a member of or a party to partnerships, limited and general, and joint ventures.

- (h) In addition to the powers herein expressly stipulated, this corporation shall have all general corporate rights, powers, privileges and immunities otherwise existing from time to time under the laws of the State of Florida.

Articles III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (5,000) shares of common voting stock having a par value of One Dollar (\$1.00) per share.

Article IV. Address

The principal office of this corporation in the State of Florida is located at 1513 S. Lane Ave, Jacksonville, Florida 32009. The Board of Directors may from time to time move the principal office to any other address in Florida.

Article V. Directors

This corporation shall have three (3) director initially. The number of directors may be increased or diminished from time to time, pursuant to by-laws adopted by the stockholders, but shall never be less than one (1) nor more than five (5).

Article VI. Initial Directors

The name and address of the members of the first Board of Directors are:

Name	Address
Claude S. McGehee, Jr.	1623 Girvin Rd. Jacksonville, FL 32225
Ronnie Hall	1513 S. Lane Ave., Jacksonville, FL 32210
Claudia Boyett	Rt. 2 Box 1075 Bryceville, Fl. 32009

Article VII. Subscribers

The name and street address of the subscribers of these Articles of Incorporation is:

Name	Address
Claude S. McGehee, Jr.	1623 Girvin Rd. Jacksonville, Fl. 32225

Ronnie Hall

1513 S Lane Ave.
Jacksonville, Fl. 32210

Claudia Boyett

Rt. 2 Box 1075
Bryceville, Fl. 32009

Article VIII. Resident Agent


The name and street address of the initial registered agent of this corporation, upon whom service of process may be made, is as follows:

Name	Address
Ronnie Hall	1513 S. Lane Ave. Jacksonville, Fl. 32210

Article IX. Amendments, By-Laws and Officers

- (a) These Articles of Incorporation may be amended in any manner from time to time as permitted by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote therein, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.
- (b) The initial by-laws of this corporation shall be adopted by the first board of directors. The by-laws may be amended from time to time as provided therein.
- (c) Ownership of stock shall not be required to make any person eligible to hold office either as an officer or director of this corporation.
- (d) Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.
- (e) The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

The date of existence of this corporation shall be August 15, 2000


Notary Public,
State of Florida at Large

**Certificate Designating Place of Business or Domicile for the
Service of Process Within This State, Naming Agent Upon Whom
Process May Be Served.**

FILED
00 AUG 16 PM 1:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Sections 48.091 and 607.034, Florida Statutes,
the following is submitted in compliance with said Provisions.

First, that RCC Entertainment, 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, Duval County, Florida, has
named Ronnie Hall, located at 1513 S. Lane Ave., Jacksonville, Florida 32009,
County of Duval, State of Florida, as its agent to accept service of process within
this state.

Acknowledgement:

Having been named to accept service of process of the above stated corporation,
at the place designated in this certificate, I hereby accept to act in this capacity,
and agree to comply with the provisions of said Act relative to keeping open said
office.

By: Ronnie Hall
Ronnie Hall
Resident Agent