

Hal A. Airth

Attorney at Law

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Department of State
Divisions of Corporations
Post Office Box 6327
Tallahassee, FL 32314

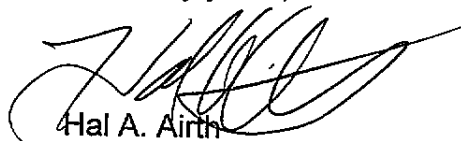
Re: Live Oak Beverage Barn, Inc.

Dear Sir:

Please find enclosed the original and one copy of the Articles of Incorporation for the above named corporation. My office account check #666406 for \$122.50 for the filing fee is also enclosed.

Thank you for attention to this matter.

Very truly yours,


Hal A. Airth

Enc.

FILED
01 JUL 30 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
LIVE OAK BEVERAGE BARN, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is **LIVE OAK BEVERAGE BARN, INC.**

ARTICLE II

The corporation is to exist perpetually, commencing on the date of filing and recording of these Articles.

ARTICLE III

This corporation is organized for the purpose of retail beverage and convenience item sales and any other legitimate business.

ARTICLE IV

This corporation is authorized to issue Two Thousand (2,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V

The amount of capital with which this corporation will begin business is Two Thousand Dollars (\$2,000.00).

ARTICLE VI

The street address of the principal office of this corporation is 21385 126th Place, Live Oak, Florida 32060 and its mailing address is the same.

ARTICLE VII

The name and street address of the initial Registered Agent of this corporation is:
CHERYL EVANS, 21385 126th Place, Live Oak, Florida 32060.

ARTICLE VIII

This corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time by the bylaws but shall never be less than two (2). The names and addresses of the initial directors of this corporation are:

Name	Address
CHERYL EVANS	21385 126 th Place Live Oak, Florida 32060
CLYDE S. EVANS	21385 126 th Place Live Oak, Florida 32060
TERRY L. DUDLEY	12255 113 rd Road Live Oak, Florida 32060
ETHEL DUDLEY	12255 113 rd Road Live Oak, Florida 32060

ARTICLE IX

The name and address of the incorporator signing these articles is:
CHERYL EVANS, 21385 126th Place, Live Oak, Florida 32060.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided 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 thereon, unless all directors and all stockholders sign a written

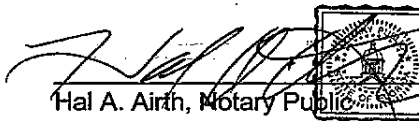
statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

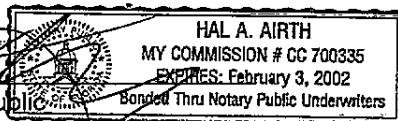

CHEYL A. EVANS

STATE OF FLORIDA
COUNTY OF SUWANNEE

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the State and County named above to take acknowledgments, personally appeared **CHERYL A. EVANS**, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and official seal in the State and County last aforesaid this 26 day of July 2001.


Hal A. Airth, Notary Public



My commission expires:

ACCEPTANCE

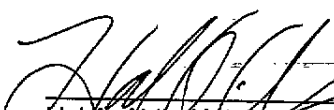
The undersigned, **CHERYL A. EVANS**, is the person named above and designated as registered agent of said corporation; the undersigned is a resident of Suwannee County, Florida, and maintains an office at 21385 126th Place, Live Oak, Florida 32060. The mailing address of the undersigned is 21385 126th Place, Live Oak, Florida 32060. The undersigned hereby accepts the above designation and appointment as registered agent for said corporation.

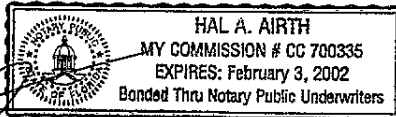
Dated this 26 day of July 2001.


CHERYL A. EVANS

STATE OF FLORIDA
COUNTY OF SUWANNEE

Sworn to and subscribed before me by the undersigned authority this 26 day of July 2001.


Hal A. Airth, Notary Public
My commission expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA