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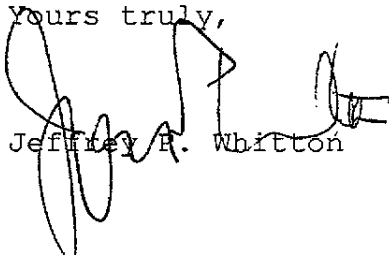
March 12, 2004

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Fiesta La Playa, Inc.

Enclosed please find the original and a copy of the Articles of Incorporation for Fiesta La Playa, Inc. Please return a file stamped copy to me in the enclosed envelope.

Yours truly,


Jeffrey P. Whitton

JPW/ch

Enclosure: Check No. 25560

ARTICLES OF INCORPORATION
OF
FIESTA LA PLAYA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is Fiesta La Playa, Inc. The principal place of business and mailing address of the corporation is 13006 Front Beach Road, Panama City Beach, FL 32413.

ARTICLE II

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV

This corporation is authorized to issue One Hundred (100) shares of common stock, each share having the par value of \$1.00.

ARTICLE V

The street address of the initial registered officer of this corporation is 13006 Front Beach Road, Panama City Beach, Florida, 32413, and the name of the initial registered agent of this corporation at that address is Carter M. Pepmiller.

ARTICLE VI

This corporation shall have one director initially. The

number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

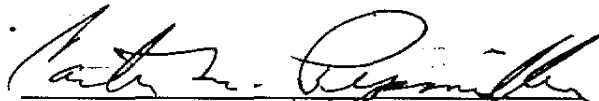
Carter M. Pepmiller
13006 Front Beach Road
Panama City Beach, FL 32413

ARTICLE VII

The name and address of the person signing these Articles is:

Carter M. Pepmiller
13006 Front Beach Road
Panama City Beach, FL 32413

IN WITNESS WHEREOF, I have hereunto set my hand and seal this ____ day of March, 2004.


Carter M. Pepmiller

CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

Fiesta La Playa, Inc., desiring to organize under the laws of the State of Florida, has designated 13006 Front Beach Road, Panama City Beach, Florida, 32413, as its initial Registered Office and has named Carter M. Pepmiller, 13006 Front Beach Road, Panama City, Florida, 32413, as its agent to accept service of process within this state.


Carter M. Pepmiller

ACKNOWLEDGEMENT

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


Carter M. Pepmiller