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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**SPUDZIES BILLIARDS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SPUDZIES BILLIARDS, INC.**

**ARTICLE I - NAME AND ADDRESS**

The name of the Corporation shall be SPUDZIES BILLIARDS, INC., with its principal place of business at 1735 Northwest Pine Avenue, Ocala, Florida 34475.

**ARTICLE II - NATURE OF BUSINESS**

This Corporation may engage or transact in any or all lawful activities or business permitted under the Laws of the United States of America, the State of Florida, or any other state, territory, country, or nation.

**ARTICLE III - CAPITAL STOCK**

The Corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock having a par value of ONE DOLLAR (\$1.00).

**ARTICLE IV - PRE-EMPTIVE RIGHTS**

Every stockholder, upon sale for cash of any new stock of this Corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE V - REGISTERED AGENT**

The initial Registered Agent for the Corporation is **MICHAEL A. D'OVIDIO**, and the street address of the Registered Agent is 1735 Northwest Pine Avenue, Ocala, Florida

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34475. I, **MICHAEL A. D'OVIDIO**, the named Registered Agent for SPUDZIES BILLIARDS, INC., being familiar with, accepts the obligations of this position by signing these Articles of Incorporation.

#### **ARTICLE VI - BOARD OF DIRECTORS**

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is **MICHAEL A. D'OVIDIO**, whose address is 1735 Northwest Pine Avenue, Ocala, Florida 34475.

#### **ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles is **MICHAEL A. D'OVIDIO**, whose address is 1735 Northwest Pine Avenue, Ocala, Florida 34475.

#### **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.

  
**MICHAEL A. D'OVIDIO**  
Incorporator/Registered Agent

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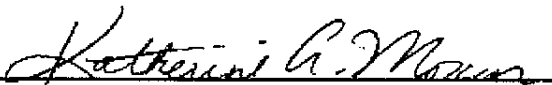
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STATE OF FLORIDA  
COUNTY OF MARION

BEFORE ME, the undersigned authority, personally came and appeared **MICHAEL A. D'OVIDIO**, the Incorporator and Registered Agent for SPUDZIES BILLIARDS, INC., who has produced a Florida Driver's License for identification.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal this the

8th day of March, 2006.



Notary Public:  
State of Florida at Large  
My Commission Expires:



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