

Ronald L. McKinney

270 Julia Circle South  
St. Petersburg Beach, Florida 33706-2717  
(813) 363-0312

19500007480

January 22, 1995

Department of State  
Corporate Records Division of Corporations  
409 Gaines Street  
Tallahassee, Florida 32399

Re: Stix Billiards, Inc.  
Articles of Incorporation

Gentlemen:

Enclosed for filing are duplicate originals of the Articles of Incorporation of Stix Billiards, Inc. Also enclosed is my check in the amount of \$ 122.50 as a deposit against the costs of incorporation.

Please file the Articles and furnish me with the standard certificates included within the filing fees enclosed.

Please contact me at the address and phone shown above if you need anything else to complete incorporation. Thank you for your assistance.

Sincerely,

Ronald L. McKinney

FILED  
95 JAN 25 AM 8 27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN JAN 30 1995

Articles of Incorporation  
of  
**STIX BILLIARDS, INC.**

FILED  
95 JAN 25 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of The State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I  
Name

The name of this corporation shall be **STIX BILLIARDS, INC.**

ARTICLE II  
Principal Place of Business/Mailing Address

The principal place of business of the corporation is 5501 Gulf Blvd., Suite 214, St. Pete Beach, Florida 33706. The mailing address for the corporation is 270 Julia Circle South, St. Pete Beach, Florida 33706.

ARTICLE III  
Duration

The corporation shall begin existence as of the date of filing and shall exist perpetually.

ARTICLE IV  
Purpose

The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V  
Capital Stock

The total number of shares of capital stock authorized to be issued by the corporation shall be five thousand (5,000) having a par value of one dollar (\$ 1.00) per

share. All shares are designated as common stock and shall have identical rights and privileges in every respect.

ARTICLE VI  
Preemptive Rights Denied

No shareholder, upon the sale for cash by this corporation of any new capital stock, shall have any preemptive right to purchase of such stock.

ARTICLE VII  
Commencement of Business

The corporation shall not commence business until it has received from the issuance of its shares consideration of the value of One Thousand Dollars (\$ 1,000) consisting of money, labor done or property actually received.

ARTICLE VIII  
Registered Office and Registered Agent

The street address of the corporation's initial registered office is **270 JULIA CIRCLE SOUTH, ST. PETE BEACH, FLORIDA 33706** and the name of the corporation's initial registered agent at such address is **RONALD L. MCKINNEY**.

ARTICLE IX  
Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1) and the name and address of the person who is to serve as the sole member thereof is as follows:

Ronald L. McKinney

270 Julia Circle South  
St. Pete Beach, Florida 33706

ARTICLE X  
Incorporator

The name and address of the incorporator of this corporation is as follows:

Ronald L. McKinney

270 Julia Circle South  
St. Petersburg Beach, Florida 33706

ARTICLE XI  
Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein states.

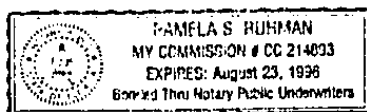
  
\_\_\_\_\_  
Ronald L. McKinney


STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, on this 23 day of January, 1995, personally appeared Ronald L. McKinney, known to me to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

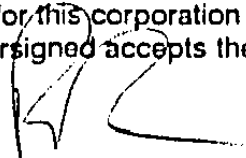


  
\_\_\_\_\_  
Notary Public

My Commission Expires 8-23-96

Acceptance by Registered Agent

Having been named as the registered agent for this corporation at the registered office designated in the foregoing articles, the undersigned accepts the designation.

  
\_\_\_\_\_  
Ronald L. McKinney

FILED

95 JAN 25 AM 8:28

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA