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February 20, 1995

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

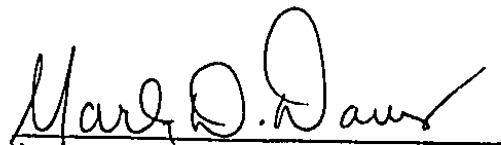
RE: **MILLER FOOD ENTERPRISES, INC.**  
*Articles of Incorporation*

200001417732  
-02/28/95--01120--004  
\*\*\*131.50 \*\*\*131.50

Enclosed is an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent a Florida Corporation.

Please provide a certificate of status and a certified copy of these articles. A check for \$131.25 is enclosed.

Regards,

  
Mark D. Davis

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p95-16625

**ARTICLES OF INCORPORATION OF  
MILLER FOOD ENTERPRISES, INC.**

The undersigned, acting as incorporators of a corporation pursuant to the Chapter 607, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

**ARTICLE ONE  
NAME**

The name of the corporation is MILLER FOOD ENTERPRISES, INC.

**ARTICLE TWO  
CORPORATE DURATION**

The duration of the corporation is perpetual unless dissolves according to law. Corporate existence shall commence at the time these Articles of Incorporation are filed by the Department of State

**ARTICLE THREE  
PURPOSE OR PURPOSES**

The purpose or purposes for which this corporation is organized is:

(1) To engage in the dispensing of alcoholic beverages and food, operating as a bar, restaurant, and retail fish market and generally to purchase or otherwise acquire bars, restaurants and retail fish markets, and to own, hold, lease, rent, or sell such business or businesses; and

(2) To engage in any other necessary and lawful business activity allowed by law.

**ARTICLE FOUR  
CAPITALIZATION**

The number of share of stock that this place corporation is to have outstanding at any one time is one hundred (100).

**ARTICLE FIVE  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 3860 HIGHWAY C-30-A, POST OFFICE BOX 1734, SANTA ROSA BEACH, FLORIDA 32459; and the name of its initial registered agent at such address, is EDISON PATRICK MILLER.

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ARTICLE SIX  
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is two. The names and addresses of each person who is to serve as a member of the initial board of directors are:

EDISON PATRICK MILLER  
3860 Highway C-30-A  
Post Office Box 1734  
Santa Rosa Beach, FL 32459

ELEANOR RUSSELL MILLER  
3860 Highway C-30-A  
Post Office Box 1734  
Santa Rosa Beach, FL 32459

ARTICLE EIGHT  
INCORPORATOR

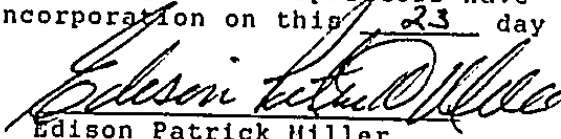
The name and address of each incorporator is:

EDISON PATRICK MILLER  
3860 Highway C-30-A  
Post Office Box 1734  
Santa Rosa Beach, FL 32459

ARTICLE NINE  
PRINCIPAL OFFICE


The principal place of business and mailing address of this corporation is 3860 Highway C-30-A, Post Office Box 1734, Santa Rosa Beach, Florida 32459.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 23 day of FEBRUARY, 1995.

  
Edison Patrick Miller

STATE OF FLORIDA  
COUNTY OF WALTON

The foregoing was acknowledged before me this 23rd day of February, 1995, by EDISON PATRICK MILLER, who produced as identification a valid Florida Driver's License and who did not take an oath.

  
Notary Public ( 7-12-98 )  
My Commission Expires:



MELODY L. HUGHES  
My Commission CC391071  
Expires Jul. 12, 1998  
Bonded by HAI  
850-422-1555

DESIGNATION AND ACCEPTANCE OF  
REGISTERED AGENT FOR FLORIDA CORPORATION

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the law of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

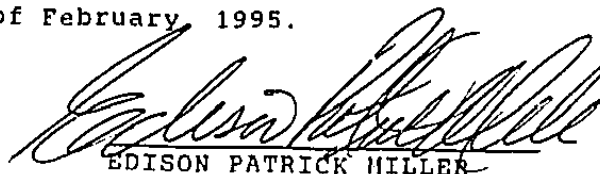
1. The name of the corporation is MILLER FOOD ENTERPRISES, INC..

2. The name and address of the registered agent is EDISON PATRICK MILLER, 3860 Highway C-30-A, Post Office Box 1734, Santa Rosa Beach, Florida 32459.

ACCEPTANCE

Having been named as the registered agent and designate to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 23 day of February, 1995.

  
EDISON PATRICK MILLER

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