

Wolfe, Young, O'Baker & Company
ACCOUNTANTS, TAX PRACTITIONERS & BUSINESS CONSULTANTS

P95000033941

April 5, 1995

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

RE: SAPPHIRE SUPPER CLUB, INC.

To Whom it May Concern:

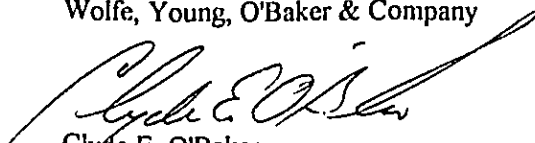
Enclosed please find \$70.00 check for Filing Fees (\$35.00), and Register Agent Designation (\$35.00) for the proposed incorporation of the above referenced company.

Also enclosed are two sets of notarized Articles of Incorporation and Certificate of Resident Agent.

Should you have any questions, please do not hesitate to call this office.

Very truly yours,

Wolfe, Young, O'Baker & Company


Clyde E. O'Baker

CEO/sbo
Enclosures

cc: SAPPHIRE SUPPER CLUB, INC.

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*****70.00 *****70.00

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DIVISION OF CORPORATIONS
95 APR 26 PM 10:11

**ARTICLES OF INCORPORATION
OF
SAPPHIRE SUPPER CLUB, INC.**

Article I - Name

The name of the corporation is: **Sapphire Supper Club, Inc.**

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

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

Article IV - Capital Stock

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

Article V - Preemptive Rights

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

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Article VI - Initial Registered Office and Agent

The street address of the initial registered office and the mailing address of this corporation is: 54 North Orange Avenue, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is: Shayni Howen.

Article VII - Initial Board of Directors

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, but shall never be less than one (1). The names and addresses of the Initial Directors are: Shayni Howen - 1320 East Central # C, Orlando, Florida 32801, and James P. Faherty - 534 South Eola, Orlando, Florida 32801.

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is: Shayni Howen - 54 North Orange Avenue, Orlando, Florida 32801.

Article IX - Initial Officer

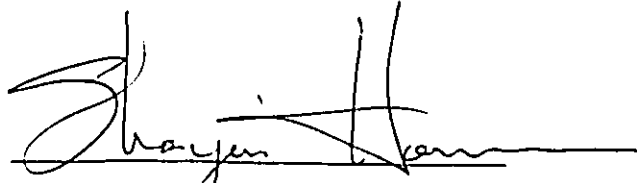
The names and addresses of the initial officers shall be: Shayni Howen, 1320 East Central #C, Orlando, Florida 32801 - President and James P. Faherty, 534 South Eola, Orlando, Florida 32801 - Secretary/Treasurer.

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TALLAHASSEE, FLORIDA

Article X - By-Laws

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and the by-laws of the corporation when adopted, and any right conferred upon the shareholders subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 11th day of April A.D., 1995.

A handwritten signature in black ink, appearing to read 'Shayni Howen', written over a horizontal line.

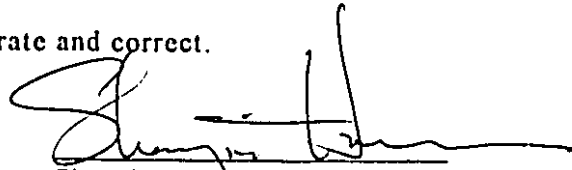
Shayni Howen Incorporator

REC'D
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STATE OF FLORIDA

COUNTY OF Seminole:

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, **Shayni Howen**, well-known to me, who deposes and states that she is the person named in the above and foregoing "Articles of Incorporation", that she has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are true, accurate and correct.



Shayni Howen

Form of I.D. Florida DL

I.D. # 20-196-68-583-7

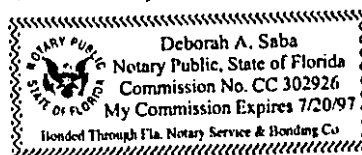
Expiration 3/3/99

WORN and SUBSCRIBED to before me this 11th day of April,
A.D., 1995.



Notary Public, State of Florida
AT LARGE

My Commission Expires:
(N.P. Seal)



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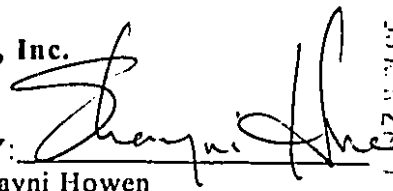
State of Florida
Department of State

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE AND NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

The following is submitted in compliance with Section 48.091,
Florida Statutes.

Sapphire Supper Club, Inc., a corporation organized under the laws of the State
of Florida, with its principal office at: 54 North Orange Avenue, Orlando,
Florida 32801, has named Shayni Howen, at that address, as its Agent to
accept service of process within this State.

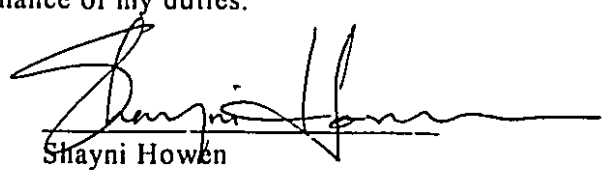
Sapphire Supper Club, Inc.

BY: 
Shayni Howen
Incorporator

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ACCEPTANCE

Having been named to accept service of process for the above-stated
corporation, at the designated place in this certificate, I hereby agree to act in
this capacity, and I further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.


Shayni Howen
Resident Agent