

BAKER & DUKE

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May 18, 1995

VIA FEDERAL EXPRESS

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Florida Department of State  
Division of Corporations  
Attention: Steve Godfredy  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Lola's Laugh Inn, Inc.

Dear Sir:

Enclosed please find the original and one copy of Articles of Incorporation for Lola's Laugh Inn, Inc. for filing. We have previously forwarded these documents to you on Monday, May 15, 1995, but as of this date, they have not arrived. It is our understanding that you will immediately file the Articles and advise Mr. Tony Bucci, by facsimile, of the corporate filing number issued to this corporation. If this understanding is incorrect, please call my office for further instructions. Thank you for your assistance in this matter. Our firm check for \$122.50 is enclosed.

Yours truly,

  
STEVEN J. BAKER

SJB/gm  
encl.

POST OFFICE BOX 66  
15 WEST LA RUA STREET  
PENSACOLA, FLORIDA 32591

(904) 434-3009  
FAX (904) 434-7253

FILED  
95 MAY 19 AM 10:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
SD

ARTICLES OF INCORPORATION  
OF

LOLA'S LAUGH INN, INC.

FILED  
95 MAY 19 AM 10:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida, and under the following articles:

ARTICLE I. NAME

The name of this corporation shall be LOLA'S LAUGH INN, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation shall not conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company or a building and loan association, fraternal benefit society, or a State Fair or Exposition. Subject to such limitations, it shall engage in any activity or business permitted under the laws of this United States or the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a nominal par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is 49 North Navy Boulevard, Pensacola, Florida, 32501, and the name of the initial registered agent of this corporation is LOLA C. ROBERTS.

ARTICLE VI. DIRECTORS

The business of the corporation shall be managed and its corporate powers exercised by a Board of one or more directors. The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the stockholders, but there shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS AND OFFICERS

The name and post office address of the initial directors and corporate officers of the corporation are:

Lola C. Roberts  
49 North Navy Boulevard  
Pensacola, Florida 32501

Joy B. French  
1817 West Pine Street  
Pensacola, Florida 32501

ARTICLES VIII. INCORPORATORS

The names and residence addresses of the subscribers to these Articles of Incorporation are:

Lola C. Roberts  
49 North Navy Boulevard  
Pensacola, Florida 32501

Joy B. French  
1817 West Pine Street  
Pensacola, Florida 32501

ARTICLES IX. RESTRICTION ON SALE OF STOCK

The corporation and, subject to the priority of the corporation, the remaining stockholders of the corporation shall have preference in the purchase of any shares of capital stock of the corporation and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a stockholder, his or her personal representative, heirs, devisees, legatees, pledges, assignees, receivers, trustee in bankruptcy, or any other person holding under or in privity with any stockholder, desires to sell his or her shares of stock, he or she shall file notice in writing of such intention with the president of the corporation stating the terms of such bona fide offer which he or she has received, and unless the terms of such offer are accepted by the corporation within ten (10) days, it shall be deemed to have waived its privilege of purchasing. In the event the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the president of the corporation shall mail written notice to all remaining stockholders, by certified mail, return receipt requested, advising them of the terms of such bona fide offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the

date of mailing such notice, they shall be deemed to have waived their privilege of purchasing, and the stockholder, or the person in privity with him or her, desiring to sell shall be at liberty to effect a sale upon the terms of such bona fide offer. No stockholder may cause the corporation or the remaining stockholders to waive their privilege of purchasing until such stockholder has received a bona fide offer for the purchase of such shares. Neither the corporation nor the remaining stockholders, (collectively), may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such bona fide offer.

ARTICLE X. INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, these Articles of Incorporation are subscribed by the undersigned this 12th day of May, 1995.

Lola C. Roberts  
LOLA C. ROBERTS

Joy B. French  
JOY B. FRENCH

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority in and for said state and county, personally appeared LOLA C. ROBERTS and JOY B. FRENCH, who produced Florida Drivers License as identification, the individuals described in and who executed the foregoing Articles of Incorporation of Lola's Laugh Inn, Inc., and acknowledged before me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

GIVEN under my hand and official seal this <sup>18th</sup> ~~12th~~ day of May,  
1995.

Gwendolyn Moran  
NOTARY PUBLIC

GWEDOLYN  
My Comm...  
Expires...  
Bonded  
\$100,000

Typed Name: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_  
Commission Number: \_\_\_\_\_



GWEDOLYN MORAN  
My Commission CC443060  
Expires Mar. 02, 1998  
Bonded by HAI  
800-422-1553

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

First: That Lola's Laugh Inn, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 49 North Navy Boulevard, Pensacola, Florida 32501, has named Lola C. Roberts, 49 North Navy Boulevard, Pensacola, Florida 32501, as its agent to accept service within the State of Florida.

Dated: May 12, 1995

Lola C. Roberts  
LOLA C. ROBERTS

Having been named to accept service of process for the above-named corporation at the place designated 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 performance of my duties.

Lola C. Roberts  
LOLA C. ROBERTS  
Registered Agent

FILED  
95 MAY 19 AM 10:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA