



PA500039940

May 17, 1995

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

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-05/18/95--01071--007
***122.50 ***122.50

RE: Watson's Crab House, Inc.

Gentlemen:

I am enclosing herewith the original Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Registered Agent Fee	\$35.00
Certified Copy Fee	<u>\$52.50</u>
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation. Any reply mail can be addressed to me at the address listed below.

Your prompt attention to this matter would be appreciated.

Sincerely,

Cynthia L. Stamford

Cynthia L. Stamford
President

CSF 5/15

Encl. **EFFECTIVE DATE**
5/15/95

FILED
95 MAY 19 AM 10:38
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WATSON'S CRAB HOUSE, INC.**

THE UNDERSIGNED, FOR PURPOSES OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I - NAME

The name of this Corporation is Watson's Crab House, Inc.

ARTICLE II - DURATION

The Corporation shall have perpetual existence commencing on the date of execution of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is 5,000 shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1809 W. 45th St., Jacksonville, FL 32209, and the name of the initial registered agent of this Corporation is Opal M. Watson.

EFFECTIVE DATE

5/15/96

FILED
95 JUL 19 11:10:39
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director constituting the Initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The names and addresses of the Initial Director of this Corporation is:

Opal M. Watson
1809 W. 45th St.
Jacksonville, FL 32209

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Opal M. Watson
1809 W. 45th St.
Jacksonville, FL 32209

ARTICLE IX - INDEMNIFICATION

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

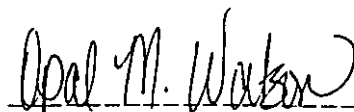
ARTICLE X - AMENDMENTS

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this revision.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of May, 1995.



Opal M. Watson, Incorporator

STATE OF FLORIDA

COUNTY OF DUVAL

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Opal M. Watson, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 15 day of May, 1995.

Freda E. Lee

Notary Public,
State of Florida at Large

FREDA E. LEE
Notary Public, State of Florida
My comm. expires September 5, 1996
Comm: No. AA 601405

STATE OF FLORIDA
DEPARTMENT OF STATE

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST--THAT WATSON'S CRAB HOUSE, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS 1809 W. 45TH STREET, JACKSONVILLE, FLORIDA, 32209, HAS NAMED OPAL
M. WATSON, REGISTERED AGENT, LOCATED AT: 1809 W. 45TH STREET,
JACKSONVILLE, FLORIDA, 32209, COUNTY OF DUVAL, STATE OF FLORIDA, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Opal M. Watson
Opal M. Watson

TITLE. Incorporator

DATE: May 15, 1995

ACCEPTANCE:

THE UNDERSIGNED, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE,
HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF
HIS/HER DUTIES.

Opal M. Watson
OPAL M. WATSON
REGISTERED AGENT

DATE: May 15, 1995

TALLAHASSEE, FLORIDA

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