P95000042492

(Requestor's Name)

1912 Allantic Aux

(Address)

(Address)

(City, State, Zip) (Phono 8)

FILED 95 MAY 25 AM 10: 39 SECRETARY OF STATE TALLAMASSEE, FLORIDA

| OFFICE | USE ONLY | |
|--------|----------|------|
| | | |

| CORPORATION NAME(S) | & | DOCUMENT. | I NUMBER(S) | (if known) |
|---------------------|---|-----------|-------------|------------|
|---------------------|---|-----------|-------------|------------|

| 1. | miam Beach i | Enterprises, Inc. |
|----|-----------------------|-------------------------------|
| • | (Corporation Name) | (Document #) |
| 2 | | |
| | (Corporation Name) | (Document #) |
| 3 | | |
| | (Corporation Name) | (Document #) |
| 4 | (Corporation Name) | (Document #) |
| | Walk in Pick up time | Certified Copy |
| | Mail out Will wait Ph | otocopy Certificate of Status |

| NEW FILINGS | AMENDMENTS |
|-------------------|---------------------------------------|
| Profit | Amendment |
| NonProfit | Resignation of R.A., Officer/Director |
| Limited Liability | Change of Registered Agent |
| Domestication | Dissolution/Withdrawal |
| Other | Merger |

E00001500376 -05/26/95--01019--008 ****122.50 ****122.50

| 9/3 | OTHER FILINGS |
|-----|------------------|
| | Annual Report |
| | Fictitious Name |
| | Name Reservation |

| REGISTRATION/ QUALIFICATION |
|--------------------------------|
| Foreign |
| Limited Partnership |
| Reinstatement |
| Trademark |
| Other |

ACC 6-/
Examiner's Initials

ARTICLES OF INCORPORATION

OF

MAIN BEACH ENTERPRISES, INC

95 MAY 25 AN 10: 39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator under the provisions of laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is: MAIN BEACH ENTERPRISES, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation is being organized for the transaction of any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States and the State of Florida. To engage in the business of operating a bar, nightclub, place of entertainment, and short order restaurant, and all other business lawful in the State of Florida.

To establish said business for the purpose of selling alcoholic beverages, selling various food items, and to provide entertainment of various types, and to provide all services necessary and proper in connection therewith.

To enter into all contracts for same, and to engage in any and all other lawful activities in the furtherance of said endeavors.

To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor, or otherwise, either alone or in company with others.

To promote or aid in any manner, financially or otherwise, any person, firm association or corporation, and to guarantee contracts and other obligations.

To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or subdivision or agency thereof.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue is FIVE HUNDRED (500) with one dollar (\$1.00) par value. All of the shares are of one class only.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial address of the principal office of this corporation is: 291? Atlantic Avenue, Fernandina Beach, Nassau County, Florida 32034. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The name and post office address of the initial directors, who shall hold office for the first year of corporate existence or until their successors are elected or appointed and have qualified are:

DIRECTOR

ADDRESS

Chuck Phillips 1912 Atlantic Avenue, Fernandina Beach, FL 32034

Max Spurlin 2912 Atlantic Avenue, Fernandina Beach, FL 32034

ARTICLE VIII. OFFICERS

The names and post office addresses of the officers who shall hold the office for the first year of corporate existence or until their successors are elected or appointed are:

NAME

OFFICE

ADDRESS

Chuck Phillips President and Treasurer

2912 Atlantic Avenue Fernandina Beach, FL 32034

Max Spurlin Vice President & Secretary 2912 Atlantic Avenue Fernandina Beach, FL 32034

ARTICLE IX. REGISTERED AGENT

The name and address of the initial registered agent of this corporation is: Chuck Phillips, 2912 Atlantic Avenue, Fernandina Beach, FL 32034.

ARTICLE X. INCORPORATOR

The name and address of the incorporator is: Chuck Phillips, 2912 Atlantic Avenue, Fernandina Beach, FL 32034.

ARTICLE XI. MEETINGS

Annual meetings shall be held on July 6 of each year proceeding the filing of the Articles of Incorporation.

ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by then to the stockholders, and approved at a

stockholders' meeting by a majority of the issued and outstanding stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made. Each and every action required to be voted upon and thereby approved by the Stockholders shall be approved by a majority voue of the stockholders.

EXECUTED this /8 day May, 1995.

By my signature below, I hereby accept appointment as the Designated Registered Agent of the Corporation.

Registered agent/incorporator

STATE OF FLORIDA

COUNTY OF NASSAU

The foregoing instrument was acknowledged before me this RH day of May, 1995, by CHUCK PHILLIPS , who is personally known to me or who has produced RORIVERS LISENCE as identification and who did take oath.

NOTARY PUBLIC

State of Florida at Large My Commission Expires:

PAWNEE P. HALL

