

P95000056756
Steven J. Richey, PA

ATTORNEYS & COUNSELORS AT LAW
STEVEN J. RICHEY
TERRY T. NEAL
KURT H. GARDER

July 19, 1995

VIA UPS

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

300001542888
-07/20/95--01058--018
***122.50 ***122.50
122.50

Re: Dead River Vic's, Inc.

Gentlemen:

Enclosed herewith is an original and a duplicate copy of Articles of Incorporation for Dead River Vic's, Inc. for your consideration and filing if same meets with your approval.

Enclosed herewith is a check in the amount of \$122.50 representing the filing tax, the resident agent fee and the certified copy of said Articles.

I would appreciate your furnishing me with the certified copy of the Articles of Incorporation. Thank you for your assistance in this matter.

Sincerely,

Carol F. Hall

CAROL F. HALL
Legal Assistant

Enc.

/cfh

FILED
95 JUL 20 AM 8:08
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
STATE OF FLORIDA

ARTICLES OF INCORPORATION
OF
DEAD RIVER VIC'S, INC.

FILED
95 JUL 20 AM 8:08
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

The undersigned incorporators hereby associate themselves together to form a corporation under Chapter 607, Florida Statutes.

ARTICLE I

NAME

The name of the corporation is DEAD RIVER VIC'S, INC., and its principal place of business is 1084 Flagler Avenue, Leesburg, FL 34748, with a mailing address of Post Office Box 492460, Leesburg, FL 34749-2460.

ARTICLE II

GENERAL PURPOSE

The general purpose or purposes for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

CAPITAL STOCK

The aggregate number of shares of stock which the corporation shall have the authority to issue is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall begin its existence on the day these Articles of Incorporation are filed by the Secretary of State of the State of Florida, and shall exist perpetually.

ARTICLE V

ADDRESS OF INITIAL REGISTERED OFFICE AND NAME OF INITIAL REGISTERED AGENT

The initial registered office of this corporation and the name of its initial registered agent at such address are:

STEVEN J. RICHEY
1084 Flagler Avenue
Leesburg, FL 34748

ARTICLE VI

Pursuant to the provisions of Section 607.0801(3), Florida Statutes, the business of the corporation shall be managed by the Shareholders of the corporation rather than by a Board of Directors.

ARTICLE VII

OFFICERS

The name and post office address of each of the officers of the corporation are:

PRESIDENT:	CHARLES W. SHEPHERD, III 932 East Main Street Leesburg, FL 34748
SECRETARY:	VIC DONAHEY 7940 U.S. Highway 441 Leesburg, FL 34788

TREASURER:

VIC DONAHEY
7940 U.S. Highway 441
Leesburg, FL 34788

ARTICLE VIII

INCORPORATORS

The name and address of each of the incorporators and the number of shares of stock which each shall take are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
CHARLES W. SHEPHERD, III	932 East Main Street Leesburg, FL 34748	100
VIC DONAHEY	7940 U.S. Highway 441 Leesburg, FL 34788	100

ARTICLE IX

AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X

BYLAWS

The power to adopt, amend or repeal the Bylaws shall be reserved to the Shareholders of this corporation.

ARTICLE XI

INDEMNIFICATION

The corporation shall indemnify each officer and director, including former officers and directors, to the full extent

permitted by law.

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 19th day of July, 1995.

Charles W. Shepherd, III
CHARLES W. SHEPHERD, III

Vic Donahey
VIC DONAHEY

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, an officer duly
authorized in the State and County aforesaid to take
acknowledgments, personally appeared, to me personally known to me
to be the persons described in, and who executed the foregoing
document, and who acknowledged before me that they executed the
same for the uses and purposes set forth therein.

WITNESS my hand and official seal in the State and County last
aforesaid this 19th day of July, 1995.

Carol F. Hall
NOTARY PUBLIC. Name: CAROL F. HALL
COMMISSION # CC 126419

My commission expires: Aug. 13, 1995
Notary Public, State of Florida
My Commission Expires Aug. 13, 1995
Guaranteed Three Year Policy - Insurance, Inc.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
corporation at the place designated in these Articles of
Incorporation, 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.

Steven J. Richey
STEVEN J. RICHEY
REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUL 20 AM 8:08

FILED

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1272

P95000056756

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: _____ of _____ No 52504
_____ River View Inc

	FEE	DISBURSED
Capital Exp. _____		
Art. of Inc. File _____		
Corp. Name Search _____		
Ltd. Partnership File _____		
Foreign Corp. File _____		
() Cert. Copy(s) _____		
✓ Art. of Amend. File _____		
Dissolution/Withdrawal _____		
C U S- _____		
Fictitious Name File _____		
Name Reservation _____		
Annual Report/Reinstatement _____		
Reg. Agent Service _____		
Document Filing _____		
Corporate Kit _____		
Vehicle Search _____		
Driving Record _____		
Document Retrieval _____		
UCC 1 or 3 File _____		
UCC 11 Search _____		
UCC 11 Retrieval _____		
File No.'s, _____ Copies		
Courier Service _____		
Shipping/Handling _____		
Phone () _____		
Top Priority _____		
Express Mail Prop. _____		
FAX () _____ pgs.		

SUBTOTALS

FEE.....
DISBURSED.....
SURCHARGE.....
TAX on corporate supplies.....
SUBTOTAL.....
PREPAID.....
BALANCE DUE.....

RECEIVED
96 MAY -9 AM 10:35
DIVISION OF CORPORATION

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Fast 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE <u>5/9</u>			
TIME <u>12:00</u>			CK No. _____
BY <u>[Signature]</u>			

WALK-IN
Will Pick Up _____

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DEAD RIVER VIC'S, INC.

SECRET
TALLAHASSEE, FLORIDA
56 MAY -9 PM 12:30

ARTICLE ONE

The name of the corporation is DEAD RIVER VIC'S INC.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted on March 26, 1996:

ARTICLE I, NAME is amended to read:


The name of the corporation is VIC'S RIVERSIDE RESTAURANT, INC., and its principal place of business is 1084 Flagler Avenue, Leesburg, FL 34748, with a mailing address of Post Office Box 492460, Leesburg, FL 34749-2460.

ARTICLE THREE

The number of shares voted for such amendment was two hundred (200); the number of shares voted against such amendment was Zero (-0-).

ARTICLE FOUR

The effective date of this Amendment of Articles of Incorporation shall be March 26, 1996.


CHARLES W. SHEPHERD, III,
President


VIC DONAHAY, Secretary