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SPOTTSWOOD, SPOTTSWOOD AND SPOTTSWOOD

ATTORNEYS AND COUNSELORS AT LAW

POST OFFICE BOX 1900 800 FLEMING STREET KEY WEST, FLORIDA 33041-1400

JOHN M. BPOTTBWOOD, JH. WILLIAM B. BPOTTBWOOD

July 20, 1995

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OF COUNCEL: JOHN M. SPOTTSWOOD (1920-1978)

Division of Corporations Secretary of State 409 E. Gaines Street Tallahassee, FL 32301 600000153441666 -07/24/95--01076--008 -****122,50 +***122,50

Re: Conch Chatter Cafe Company

Dear Sir:

Enclosed you will find the original and one copy of the Articles of Incorporation on the above referenced for filing with your office and a certified copy. I have also enclosed my check in the amount of \$122.50 as payment for same. If I can be of any further assistance to you concerning this matter, please call me or my secretary, Robin Gedmin.

Thanking you for your assistance with this matter, I am,

Sincerely,

JOHN M. SPOTTSWOOD, JR.

/rrq

Enclosures

Federal Express

FILED 95 JUL 21 PN 9: 08

ARTICLES OF INCORPORATION

95 JUL 21: PM 9: 08

FIRST: The name of this corporation is: CONCH CHATTER CAFE

SECOND: This corporation is organized for the purpose of transacting any and all lawful business for which the corporation may be formed under Chapter 607 of the Florida Statutes.

THIRD: This corporation is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.

The name and address of the initial registered agent of this corporation is: Franklin D. Hernandez, 2800 Patt rson Avenue, Key West, FL 33040.

FIFTH: The name and address of the initial director is: Franklin D.Hernandez, whose address is 2800 Patterson Avenue, Key West, FL 33040. The number of directors may be increased or decreased from time to time as provided in the By-laws but shall never be less than one.

SIXTH: The name and address of the incorporator of this corporation is: Franklin D. Hernandez, whose address is 2800 Patterson Avenue, Key West, FL 33040.

SEVENTH: This corporation shall indemnify its officers, directors, employees and agent to the full extent permitted by law.

EIGHTH: This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

NINTH: The address of the corporation is 2800 Patterson Avenue, Key West, FL 33040.

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

Incorporator;

FRANKLIN D. HERNANDEZ

STATE OF FLORIDA

FILED

COUNTY OF MONROE

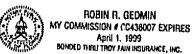
95 JUL 21; PH 9: 08

The foregoing instrument was acknowledged liberare menthis day of JULy, 1995, by Franklin D. Hernandez, who is

NOTARY PUBLIC

ROBIN R. GEDMIN

Printed Name of Notary Public



April 1. 1999
BONDED THRILL TROY FAIN INSURANCE, INC. My Commission expires:

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appoint as registered agent contained in the foregoing Articles of Incorporation.

FRANKLIN D'HERNANDEZ