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APPROVED
1995 AUG -7 PM 12:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 2, 1995

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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08/07/95--01065--008
*****70.00 *****70.00

RE: Articles of Incorporation (Stingray's Pool, Brew
& Eats, Inc.)

Dear Sir:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, together with the original and one (1) copy of the certificate designating registered agent.

It would be most appreciated if you would file said articles and certificate, and return the photocopy (not certified copy) thereof to this office with the date of filing stamped thereon.

Also enclosed please find my office check in the amount of \$70.00 broken down as follows: Filing fee (\$35.00), and registered agent fee (\$35.00).

Thanking you, and should you have any questions, please do not hesitate to contact me.

Very truly yours,

John B. Crowther
John B. Crowther

JBC:ntm

Encl:a/s

Margaret Crowther GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article I
DATE 8-8-95
DOC. EXAM KJM

1A
8-8-95

MAR 7 1967 PM 12:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
STINGRAY'S POOL, BREW & EATS, INC.

THE UNDERSIGNED, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes and the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is STINGRAY'S POOL, BREW & EATS, INC. - Located at: 915-917 North Spring Garden Avenue, Deland, Fl. 32720

ARTICLE II

Duration

The term of existence of this corporation is perpetual.

ARTICLE III

Purpose

The corporation may transact any and all business for which corporations may lawfully be incorporated under the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

The aggregate number of shares of stock which the corporation has the authority to issue is ONE HUNDRED (100) shares, all of which shall be common shares with a par value of ONE DOLLAR (\$1.00) each. Common stock of the corporation shall be issued as "Small Business Corporation" stock, in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE V

Pre-Emptive Rights Granted

Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the corporation, and any securities of the corporation convertible into, or carrying a right to subscribe to or acquire, shares of any such unissued or treasury shares.

ARTICLE VI

Registered Office

The street address of the initial Registered Office of the corporation is 915-917 North Spring Garden Avenue, DeLand, Florida 32720, and the name of the initial Registered Agent is RONALD W. McNEELEY.

ARTICLE VII

Directors

The business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors.

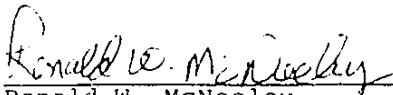
ARTICLE VIII

Incorporator

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
RONALD W. McNEELEY	446 North Oak Avenue Orange City, FL 32763

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name, this 25th day of July, 1995.



Ronald W. McNeeley

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared RONALD W. MCNEELEY, to me well known to be the person who executed the foregoing instrument, and he acknowledged that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 25th day of July, 1995.

Margaret S. Crowther
Notary Public, State of Florida



MARGARET S. CROWTHER
MY COMMISSION # CC4182R2 EXPIRES
November 2, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

My commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVING PROCESS WITHIN THIS STATE AND NAMING AN
AGENT UPON WHOM PROCESS MAY BE SERVED

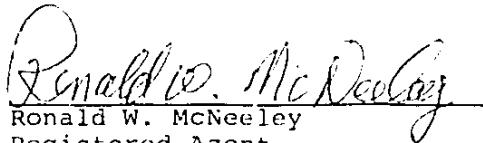
THE FOLLOWING is submitted in compliance with Chapter
48.091, Florida Statutes (1994), as amended:

STINGRAY'S POOL, BREW & EATS, INC., a corporation
organizing under the Laws of the State of Florida, with its
principal office at 915-917 North Spring Garden Avenue,
DeLand, Florida 32720, and its Registered Office at that
same address, has named RONALD W. McNEELEY, as its agent to
accept process within this State.

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the
above-named corporation at the place designated as the
Registered Office in this certificate, I hereby accept said
designation and agree to act in this capacity, and further
agree to comply with the provisions of said statute relative
to keeping open said Registered Office.

DATED this 25th day of July, 1995.


Ronald W. McNeeley
Registered Agent