



**ARTICLES OF INCORPORATION  
OF  
MANATEE RAY'S, INC.**

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation shall be: **MANATEE RAY'S, INC.**

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation shall be:  
314 N. 1ST ST., JACKSONVILLE BEACH, FL 32250

**ARTICLE III - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of the Articles with the Department of State.

**ARTICLE IV - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE V - CAPITAL STOCK**

The maximum number of shares this corporation is authorized to issue is 500 shares of ONE DOLLAR (\$1.00) par value common stock which will be designated as "Common Shares."

**ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and office of this Corporation shall be:

Lynn A. Saul  
1240 Zephyr Way South  
Jacksonville Beach, FL 32250

**ARTICLE VII - BOARD OF DIRECTORS**

This corporation shall have no directors, initially. The affairs of the Corporation will be managed by the shareholders until such time directors are designated as provided by the Bylaws.

**ARTICLE IX - INCORPORATORS**

The name and street addresses of the incorporators to these Articles of Incorporation are: (1) Lynn A. Saul, 1240 Zephyr Way South, Jacksonville Beach, FL 32250, and (2) Joseph P. Saul, 1240 Zephyr Way South, Jacksonville Beach, FL 32250.

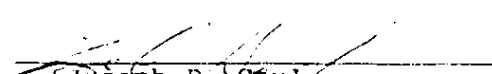
**ARTICLE X - INDEMNIFICATION**

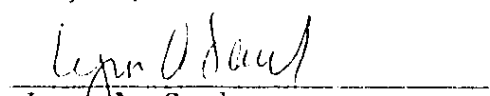
The corporation shall indemnify any officer or Director to the full extent permitted by law.

**ARTICLE XI - AMENDMENT**

This Corporation reserves the right to amend or appeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

The undersigned Incorporators has executed these Articles of Incorporation on this 10th day of August, 1995.

  
Joseph P. Saul

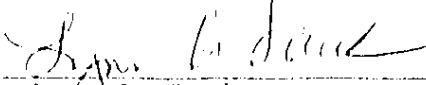
  
Lynn A. Saul

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

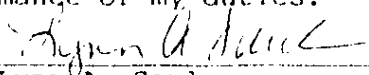
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that MANATEE RAY'S, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 314 N. 1ST ST., JACKSONVILLE BEACH, FL 32250, has named Lynn A. Saul as its agent to accept service of process within Florida.

Dated: 8/10/95

  
Lynn A. Saul

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
Lynn A. Saul  
Registered Agent

FILED  
55 AUG 14 AM 10:47  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA