

P95000064053

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224 8870
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
 TEL. FREE No. 1 800 342 8062
 FAX (904) 222 4222

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 \$ _____

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 95 AUG 18 PM 1:55

LL 8/18/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<i>nrc</i>	_____	_____

WALK-IN Will Pick Up *8/18 1:00*

RE: *Riverview*
Charles, LLC

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U R.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation	100001564 3.24	
<input type="checkbox"/> Annual Report/Reinstatement	08/18/95 01027-047	
<input type="checkbox"/> Reg. Agent Service	122.50 122.50	
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No. 4, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ()	pgs.	

SUBTOTALS	
FEE	\$
DISBURSED	\$
CHARGE	\$
TAX on corporate supplies	\$
SUBTOTAL	\$
PREPAID	\$
BALANCE DUE	\$

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

THANK YOU
 from
 Your Capital Connection

**ARTICLES OF INCORPORATION
OF
RIVERVIEW CHARLIE'S, INC.**

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ARTICLE I - NAME

The name of this corporations is RIVERVIEW CHARLIE'S, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date these Articles of Incorporation are filed in the Office of the Secretary of State, State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be designated "Common Stock."

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the remaining assets of this corporation shall be payable to and distributed ratable among the holders of record of the Common Stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for case 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - PRINCIPAL OFFICE,
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is:

2004 N. Dixie Freeway
New Smyrna Beach, FL 32168

The initial registered agent and his address is:

MARSEL I. PSOMAS
2004 N. Dixie Freeway
New Smyrna Beach, FL 32168

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

MARSEL I. PSOMAS
2004 N. Dixie Freeway
New Smyrna Beach, FL 32168

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

MARSEL I. PSOMAS
2004 N. Dixie Freeway
New Smyrna Beach, FL 32168

ARTICLE IX - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE X - MANAGEMENT OF CORPORATION
BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under direction of, the shareholders of this corporation.

ARTICLE XI - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XII - MEETINGS BY CONFERENCE TELEPHONE

Shareholders and members of the Board of Directors may participate in special meetings by means of conference telephone as provided by law, but regular meetings must be attended in fact in

person by each director and shareholder.

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ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

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



MARSEL I. PSOMAS
Initial Incorporator

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.



MARSEL I. PSOMAS
Registered Agent

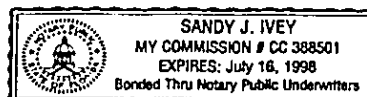
STATE OF FLORIDA
COUNTY OF DeKalb

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARSEL I. PSOMAS, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that they executed the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17th day of August, 1995.



Notary Public - State of Florida
My Commission Expires: _____



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**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

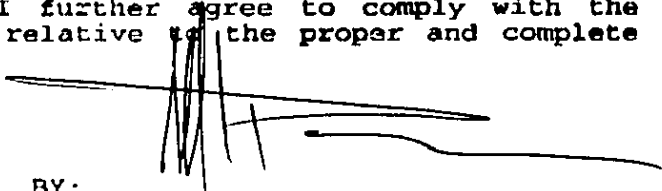
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- That RIVERVIEW CHARLIE'S, INC., desiring to qualify under the laws of the State of Florida, with its principal place of business located at 2004 N. Dixie Freeway, in the City of New Smyrna Beach, County of Volusia, State of Florida, has named MARSEL I. PSOMAS, whose address is 2004 N. Dixie Freeway, New Smyrna Beach, FL 32168, as its agent to accept service of process within the State of Florida.

Dated: August 17th, 1995

BY: 
MARSEL I. PSOMAS

Having been named to accept service of process for the above stated corporation at the place designated above, 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.

BY: 
MARSEL I. PSOMAS,
Registered Agent