



Franklin F. Akel
ATTORNEY & COUNSELOR AT LAW

P95000066128
July 21, 1995

State of Florida
Department of State
CORPORATE DIVISION
409 E. Gaines Street
Tallahassee, Florida 32314

000001549443
-07/31/95--01054--003
****122.50 ****122.50

Re: HANCO, INC.

Dear Sir or Madam:

Find enclosed two original sets of documents for
above referenced company:

Articles of Incorporation; and
Certificate Designating Registered Agent and Place
of Business for the Service of Process, and
Acceptance of Agent Upon Whom Service May be
Served.

Also enclosed is a check drawn of the Firm's trust
account in the amount of \$122.50, covering all costs of
incorporating through your office. Please file the
Articles and return a certified original to my office.

Should you have further questions or concerns
regarding this file, please do not hesitate to contact my
office.

Your expediency and cooperation in the handling of
this matter is truly appreciated.

With kindest regards, I am . . .

Sincerely,

FRANKLIN F. AKEL

FFA/wma
enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 2, 1995

FRANKLIN F. AKEL
10 SOUTH NEWMAN ST.
JACKSONVILLE, FL 32202

SUBJECT: HANCO, INC.
Ref. Number: W95000015548

We have received your document for HANCO, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 095A00036408



Franklin F. Akel
ATTORNEY & COUNSELOR AT LAW

August 21, 1995

Ms. Loria Poole
Florida Department of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

Re: Your Ref. No.: W95000015548
Original Name: Hanco, Inc.
New Name: NNH, Inc.

Dear Ms. Poole:

In response to your letter dated August 2, 1995, which indicated that the corporation HANCO, INC., which we were attempting to file, did not contain a corporate suffix. After speaking with you, we determined the problem with the corporation was the name HANCO, INC. was not available.

Accordingly, enclosed you will find two original sets of Articles of Incorporation for filing under the new name NNH, INC. Since we previously provided you with a check in the amount of \$122.50 for filing fees, and that check was not returned with your August 2, 1995, letter, I assume that you still have same and will apply it for the filing of NNH, INC.

Should you have any questions or comments, please do not hesitate to contact me.

Very truly yours,

Franklin F. Akel

FFA/wma
Enclosures

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SECRETARY OF STATE

• **ARTICLES of INCORPORATION** •

OF

NNH, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation under the Florida General Corporation Act.

ARTICLE I - Corporate Name

The name of this corporation is NNH, INC.

ARTICLE II - Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended. Moreover, the general nature of the business to be transacted by this corporation is:

To engage in the operation of a sports bar providing snacks and beverages including beer and wine; and all other items and activities generally associated with the operation of a sports bar.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other

states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges or ownership, including the right to vote such stock.

To become guarantor or surety for any other person, firm or corporation for any purpose or transaction whatsoever.

To make gifts of its property or cash, either to charitable organizations or otherwise, when deemed in the interest of the company.

To adopt such pension, profit sharing, stock option, and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others; as the directors may deem to be in the interest of the company.

To enjoy all of the powers now or hereafter conferred upon corporations by the statutes and laws of the State of Florida.

The foregoing clauses shall be construed both as objects and powers, the enumeration of which shall not be held to limit or restrict in any manner the powers or activities of this corporation which shall have the power to engage in any activity which may be necessary or profitable and generally shall have and enjoy all powers, privileges and immunities of businesses incorporated under the laws of the State of Florida.

ARTICLE III - Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares. Such shares shall consist of a single class of common stock and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE IV - Initial Capital

The amount of capital with which this corporation will begin business is One Hundred Dollars (\$100.00).

ARTICLE V - Duration

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State unless sooner dissolved according to law.

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered and principal office of this corporation in the State of Florida is 6149 Post Oak Road West, Jacksonville, Florida 32277, and the name of its initial registered agent at such address is NICK N. HANNA.

The Board of Directors may from time to time move or redesignate this office to any place in Florida.

ARTICLE VII - Directors

This corporation shall have one (1) director constituting the initial board of directors. The number of directors may be either increased or diminished from time to time by the by-laws; however, there shall never be less than one (1) director. In addition thereto, the board of directors shall have authority to fix the compensation of directors and corporate officers.

ARTICLE VIII - Initial Directors

The names and addresses of the members of the first Board of Directors of the corporation are:

NICK N. HANNA
6149 Post Oak Road West
Jacksonville, Florida 32277

ARTICLE IX - Incorporators

The names and addresses of the incorporators of this corporation or subscribers of these Articles of Incorporation are:

NICK N. HANNA
6149 Post Oak Road West
Jacksonville, Florida 32277

ARTICLE X - Amendment

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

The initial by-laws of this corporation shall be adopted by the directors. The by-laws may be amended from time to time by either the stockholders or the directors, but the directors may not alter or amend any by-law adopted by the stockholders.

Ownership of stock shall not be required to make any person eligible to hold office either as an officer or director of this corporation.

The stockholders may, by by-law provision or by stockholders' agreement, recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

Any subscriber for stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received

proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Any contract or other transaction between the corporation and one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors of the corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize approve and ratify such contract or transactions by a vote of a majority of the directors present, such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote. This section shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.

The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members of their services as Directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XI - Indemnification

The corporation shall indemnify any director, officer, or employee, or former director, officer, or employee of the corporation, or any person who may have served at its request as a director, officer, or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, to the full extent permitted by law, including but not limited

to expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer, or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence of misconduct in the performance of duty. The corporation may also reimburse to any director, officer, or employee the reasonable costs of settlement of any such action, suit, or proceeding, if it shall be found by a majority of a committee composed of the directors not involved in the matter in controversy (whether or not a quorum) that it was to the interests of the corporation that such settlement be made and that such director, officer, or employee was no guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive to any other rights to which such director, officer, or employee may be entitled under any by-law, agreement, vote of shareholders, or otherwise.

ARTICLE XII - Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned incorporators or subscribers have executed these Articles of Incorporation today August 21, 1995.

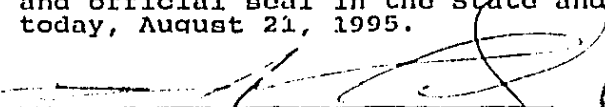

NICK N. HANNA

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Nick N. Hanna, known to be and known by me to be

the person named in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.


IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County above, today, August 21, 1995.


NOTARY PUBLIC, State of Florida
at Large.
My Commission Expires:



FRANKLIN F. AKEL
MY COMMISSION # CC438311 EXPIRES
February 12, 1999
DONALD THOMAS TRUST INSURANCE, INC.

ACKNOWLEDGEMENT: Having been named as the initial registered agent for this corporation at the initial registered or principal office designated in Article VI in these Articles of Incorporation, I hereby accept and agree to act in this capacity, and agree to comply with the laws of the State of Florida relative to keeping open said office.


NICK N. HANNA
Registered Agent

**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**


The following is submitted in compliance with
Section 48.091 and 607.034 of the Florida Statutes:

FIRST that NNH, INC. desiring to organize or
qualify under the laws of the State of Florida, with
its principal place of business at 6149 Post Oak Road
West, Jacksonville, Florida 32277, has named NICK N.
HANNA as its REGISTERED AGENT to accept service of
process within Florida.

Dated today, August 21, 1995.


NICK N. HANNA

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.


NICK N. HANNA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA