

Bagdes & Bagdes

Attorneys at Law

508 North Grandview Ave. - Suite B
Daytona Beach, FL 32118

Fabian Bagdes
Mary-Ellen Bagdes

804/258-7171
or 258-7441

960000/6252

February 14, 1996

SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

000001718320
-02/20/96--01055--004
***122.50 ***122.50

RE: C.J. & C.J. WAY OUT INN, INC.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$122.50 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,

FB

Fabian Bagdes

2/22/96
TB

enclosures

ARTICLES OF INCORPORATION
OF

C.J. & C.J. WAY OUT INN, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is C.J. & C.J. WAY OUT INN, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to operate a restaurant and tavern for profit.

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

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

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

ARTICLE SIX
PRINCIPAL OFFICE

The street address of the principal office of the corporation is: 5934 South Ridgewood Avenue, Harbor Oaks, Florida 32127. The mailing address of the corporation is P. O. Box 290894, Port Orange, Florida.

ARTICLE SEVEN
REGISTERED OFFICE

The street address of the registered office of the corporation is 5934 South Ridgewood Avenue, Harbor Oaks, Florida 32127, and the name of the initial registered agent at such address is Crystal A. Johnson.

ARTICLE EIGHT
DIRECTORS

The board of directors shall consist of the following members:

Charles H. Johnson	105 Kent Court Port Orange, FL 32127
Crystal A. Johnson	105 Kent Court Port Orange, FL 32127

ARTICLE NINE
INCORPORATORS

The names and addresses of the incorporators are:

Charles H. Johnson	105 Kent Court Port Orange, FL 32127
Crystal A. Johnson	105 Kent Court Port Orange, FL 32127

ARTICLE TEN
OFFICERS

The officers of the corporation shall be:

Charles H. Johnson President	105 Kent Court Port Orange, FL 32127
Crystal A. Johnson Secretary/Treasurer	105 Kent Court Port Orange, FL 32127

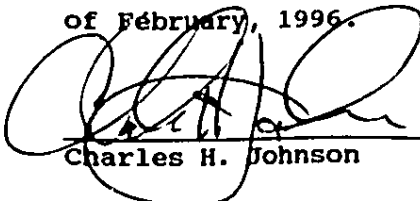
ARTICLE ELEVEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, we have signed our names this 14th day
of February, 1996.


Charles H. Johnson


Crystal A. Johnson

STATE OF FLORIDA
COUNTY OF VOLUSIA

On this 14th day of February, 1996, before me, the undersigned authority, appeared CHARLES A. JOHNSON, who is personally known to me or who has produced as identification; and, CRYSTAL A. JOHNSON, who is personally known to me or who has produced as identification, and whose names are subscribed to the within instrument and having been duly sworn they acknowledged that they executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.

Mary Ellen Bagdes
Notary Signature

Mary-Ellen Bagdes
Printed Signature

My Commission expires: 11-29-96



MARY ELLEN BAGDES
MY COMMISSION # 00421502 EXPIRES
November 29, 1998
DONOR TO THE FLORIDA FAIR INSURANCE FUND

NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

The following is submitted in compliance with Chapter
48.091, Florida Statutes.

C.J. & C.J. Way Out Inn, Inc., a corporation organizing
under the laws of the State of Florida, with its principal office
at 5934 South Ridgewood Avenue, in the City of Harbor Oaks,
County of Volusia, in the State of Florida, has named Crystal A.
Johnson, who is located at 5934 South Ridgewood Avenue, Harbor
Oaks, Florida, as its registered agent to accept service of
process within the State.

DIRECTOR:

Charles H. Johnson

Crystal A. Johnson


ADDRESS:

105 Kent Court
Port Orange, FL 32127

105 Kent Court
Port Orange, FL 32127

ACCEPTANCE:

I agree as resident agent to accept service of process; to
keep office open during prescribed hours; to post my name (and
the names of any other officers of said corporation authorized to
accept service of process at the above Florida designated ad-
dress) in some conspicuous place as required by law.


Crystal A. Johnson