

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

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 \$ _____

04/11/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	<i>5/1</i>		
TIME	<i>9:30</i>		CK No. _____
BY	<i>[Signature]</i>		

WALK-IN
 Will Pick Up _____

RE: *Munchies Spirits IV - Bax/No*

90 MAY -1 PM 1:35
 C.C. FEE. DISBURSED
 TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Capital Express™		
<input 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 type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<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.'s. _____ 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.....	\$
SURCHARGE.....	\$
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
MUNCHIES SPIRITS & EATS, INC.

FILED
JULY 1 1985
DAYTONA BEACH, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I. NAME AND ADDRESS: The name and address of the corporation is: MUNCHIES SPIRITS & EATS, INC., 529 North Atlantic Avenue, Daytona Beach, Florida 32118.

ARTICLE II. TERM OF EXISTENCE: The period of its duration is perpetual.

ARTICLE III. GENERAL NATURE OF BUSINESS: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK: The corporation shall have authority to issue 100 shares, Common Stock, at \$1.00 par value.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE: The address of the initial registered office is: 529 North Atlantic Avenue, Daytona Beach, Florida 32118, and the name of the initial registered agent at said address is: Kimberly Chakrin-Vespi.


ARTICLE VI. MANAGEMENT BY SHAREHOLDERS: The business of this corporation shall be managed by its shareholders rather than by a Board of Directors. The shareholders reserve unto themselves the power to adopt, alter, amend, or repeal the by-laws of this

corporation. In the management of the business of the corporation, the act of the shareholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders. Each shareholder shall be entitled to one vote in person or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person, or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE VII. INCORPORATORS: The name and address of the incorporator is: Kimberly Chakrin-Vespi
529 North Atlantic Avenue
Daytona Beach, Florida 32118

ARTICLE VIII. AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law and approved by the shareholders by a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30th day of April, 1996.



Kimberly Chakrin-Vespi, Incorporator

STATE OF FLORIDA

COUNTY OF VOLUSIA

FILED
26 MAY -1 PM 1:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 30th day of April, 1996 by Kimberly Chakrin-Vespi, who is personally known to me or who has produced Florida Driver's License as identification.

NOTARY PUBLIC:

Sign Sandra L. Cheff
SANDRA L. CHEFF
State of Florida at Large



The undersigned, having been named to accept service of process for the above stated corporation, at the place designated in Article V of the Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office.

Kimberly Chakrin-Vespi
Kimberly Chakrin-Vespi

06/02/96 23144 2
P96000037617
OBSINEMV&GEORGE P.02
ARTHUR M. OBSINEMV & GEORGE
ATTORNEYS AT LAW
800 NORTH OLEANDER AVENUE
DAYTONA BEACH, FLORIDA 32118-3063

ARTHUR M. OBSINEMV
NICHOLAS A. GEORGE

GARY L. BALLARD

TELEPHONE (904) 253-1687
TELEFAX (904) 255-8123

FILM only

June 3, 1996

VIA FAX TRANSMISSION 1-904-487-6013

ADDRESS CHANGE

CRG
6/3

Division of Corporations
Attention: Amendments - Karen Gibson
P. O. Box 6327
Tallahassee, FL 32314

RE: MUNCHIES SPIRITS & EATS, INC.

Dear Ms. Gibson:

Pursuant to your telephone conversation with my secretary on today's date, regarding the above referenced corporation, please change the address of Munchies Spirits & Eats, Inc., which was incorporated on May 1, 1996, from 529 North Atlantic Avenue, Daytona Beach, Florida to the correct address as follows:

486 Woods Edge Road, Orange City, Florida 32763.

Should you have any questions regarding this matter, please contact me or my assistant Sandy at the above address. Thank you again for your cooperation in this matter.

Very truly yours,



Nicholas A. George
NAG/slc