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**FILED**  
96 MAY 29 AM 10:50  
TALLAHASSEE, FLORIDA

May 1, 1996

800001812168  
-05/07/96--01162--016  
\*\*\*\*122.50 \*\*\*\*122.50

Corporate Records Bureau  
Division of Corporations  
P O Box 6327  
Tallahassee, Florida 32301

Dear Sirs:

I am sending to your office Articles of Incorporation.

Pursuant to Florida Statutes, I am enclosing the following fees:

Filing of Articles	\$35.00
Certified Copy	52.50
Filing of Certificate for Resident Agent	35.00
<b>TOTAL FEES</b>	<b>\$122.50</b>

Please return the Certified Copy to my office. Thank you for your assistance.

Sincerely,

*Robert Wallace*

Robert B. Wallace  
Attorney at Law

RBW/dlc  
Enclosures

*789,503,671*  
*2/96-10200*

D. BROWN MAY 29 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 14, 1996

ROBERT B. WALLACE, ESQ.  
3805 UNIVERSITY BOULEVARD, W.  
JACKSONVILLE, FL 32217

SUBJECT: BIG DAWG, INC.  
Ref. Number: W96000010200

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 196A00023835

ARTICLES OF INCORPORATION

OF

BIG DAWG OF JAX, INC.

The undersigned Incorporator of these Articles of Incorporation is a natural person competent to contract and hereby forms a corporation for profit under the General Corporation Act and other laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this corporation is Big Dawg of Jax, Inc. and its principal office is located at 12073 Pheon Street, Jacksonville, Florida 32224.

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

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

ARTICLE IV. CORPORATE POWERS

This corporation shall have all and singular the following powers:

To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of the corporation's business.

To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation, and to carry on any business which this corporation has the direct or incidental authority to pursue.

To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.

To purchase and acquire any or all of its shares owned and held by any such stockholder as should desire to sell, transfer or otherwise dispose of his shares, or any or all of its shares owned and held by a stockholder who dies, provided, however, the capital of this corporation cannot be impaired thereby.

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96 MAY 29 11:10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment to it, necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

To have, in furtherance of the corporate purpose, all of the powers conferred upon corporations organized under the Florida General Corporation Act subject to any limitations contained in these articles of incorporation.

#### ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue ten thousand shares of one (\$1.00) par value common stock.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 12073 Pheon Street, Jacksonville, Florida 32224 and the name of the initial registered agent of this corporation at that address is Rodney M. Collins. The stockholders shall have the power to establish branch offices, and to move the principal office to any other address in Florida.

#### ARTICLE VII. INCORPORATORS

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

Rodney M. Collins  
12073 Pheon Street  
Jacksonville, Florida 32224

#### ARTICLE VIII. 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 the direction of, the shareholders of this corporation.

#### ARTICLE IX. BY-LAWS

The stockholders of this corporation shall have the sole power to adopt, amend or repeal By-laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-laws.

#### ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF the undersigned subscriber has executed these

Articles of Incorporation on April 30, 1996.

Rodney M. Collins  
Rodney M. Collins

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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In pursuance of Florida Statutes, the following is submitted in compliance with said Act:

First that Big Dawg, Inc., desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Jacksonville, Florida, has named


Rodney M. Collins

located at: 12073 Pheon Street  
Jacksonville, Florida 32224

as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity.

  
\_\_\_\_\_  
Rodney M. Collins

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96 MAY 29 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA