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**SCRUGGS & CARMICHAEL, P.A.**

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KEVIN DALY  
PHILIP A. DELANEY  
JEFFERY R. DOLLINGER  
RAYMOND M. IVEY  
MARILYN W. PETERSON  
JOHN F. BOSCHOW III  
JOHN G. STINSON

SIGORNE L. SCRUGGS  
1998 - 1999  
PAMES M. CARMICHAEL  
1999 - 1996  
WILLIAM D. PRIDDON  
1992 - 1990  
MICHELLE VAUGHN  
1988 - 1987

RETIRED  
RAY D. KELPINS  
WILLIAM M. LONG

EFFECTIVE DATE  
6-27-96

June 28, 1996

800001881318  
-07/02/96--01051--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

Re: MVP Sports Bar, Inc.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for the above-referenced corporation. Please file same in your usual manner. I have enclosed a check in the amount of \$70.00 for filing fees and registered agent designation.

Sincerely yours,

*Steven M. Chamberlain*  
Steven M. Chamberlain

SMC:lb  
Enclosures

AL JUL - 3 1996

FILED  
96 JUL - 1 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

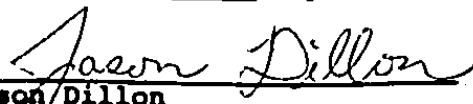
EFFECTIVE DATE  
6-27-96

ARTICLES OF INCORPORATION OF  
MVP SPORTS BAR, INC.

FILED  
96 JUL -1 PM 3:45  
TALLAHASSEE STATE  
FLORIDA

1. Name. The name of the corporation is: MVP SPORTS BAR, INC.
2. Purpose. The corporation may engage in any legal business.
3. Stock. The maximum number and class of shares of capital stock this corporation is authorized to have outstanding is 1,000 shares of common capital stock of a par value of \$1.00 per share. The corporation shall have a lien on its shares of stock for any debt or liability incurred to it by a stockholder before being notified of the transfer or levy on such shares.
4. Existence. The corporation shall have perpetual existence. The corporation shall commence existence on June 27, 1996.
5. Registered Agent. The initial street address in the State of Florida of the initial registered office of the proposed corporation is 238-B West University Ave., Gainesville, FL 32601 and the name of its initial registered agent at such address is Jason Dillon.
6. Location. The business location and mailing address is 238-B West University Ave., Gainesville, FL 32601.
7. Management. Business of the corporation shall be managed by the stockholder.
8. Incorporator. The name and address of the person signing these Articles of Incorporation as incorporator is as follows: Jason Dillon, 238-B West University Ave., Gainesville, FL 32601.

The undersigned, being the original incorporator and registered agent hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles, hereby declaring and certifying that the facts herein stated are true, that the undersigned is familiar with and accepts the duties and obligations as registered agent for said corporation and accordingly, has executed this document on this 27th day of June, 1996.

  
Jason Dillon