

P96000070918

August 20, 1996

FILED

FLORIDA DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

96 AUG 22 PM 3:20

SEC.
TALLAH.
FLORIDA

Sirs:

Enclosed, please find an "original" and a "copy" of the Articles of Incorporation of SHUCKUMS RAWBAR ON THE BEACH, INC., together with a check in the amount of \$70.00 to cover the fee.

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*****70.00 *****70.00

Please note that there already exists a Corporation named "SHUCKUMS RAWBAR, INC.". As your records will indicate, the same Individual, TIMOTHY L. FRAZIER, is the Incorporator/Director/Resident Agent for BOTH; moreover, the Principal or Registered Office of BOTH is the same, viz., 1814 Harrison Street, Hollywood, FL 33020. Please be advised that Mr. FRAZIER (upon formation of SHUCKUMS RAWBAR ON THE BEACH, INC.) will be the owner of BOTH. I hope there will be no problem with "name availability". Upon approval, please return the "copy" of The Articles to my office.

Joseph V. Hermann Jr.
1643 Hollywood Blvd. ✱
Hollywood, FL 33020
(954) 922-3707 920

ORIG.

ARTICLES OF INCORPORATION OF
SHUCKUMS RAWBAR ON THE BEACH, INC.:

THE UNDERSIGNED does hereby subscribe to, acknowledge and file the following Articles of Incorporation, for the purpose of operating a Corporation under the Laws of the State of Florida.

ARTICLE I - NAME

The Name of this Corporation is SHUCKUMS RAWBAR ON THE BEACH, INC.

ARTICLE II - PURPOSE

This Corporation is organized for the purpose of transacting any and all business lawful and permitted under the laws of the State of Florida.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 500 shares of \$1.00 par value common stock, which shall be designated "common shares". All of said stock shall be payable in cash, property (real or personal), or in labor or services in lieu thereof, at a just valuation to be fixed by the Board of Directors.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already owns and holds, shall have the right to purchase his pro rata share thereof (as nearly as can be done without the issuance of fractional shares), at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation, which is also its principal place of business, is 1814 Harrison Street, Hollywood, Florida 33020; and the name and address of this Corporation's initial Registered Agent is TIMOTHY L. FRAZIER, 1814 Harrison Street, Hollywood, Florida 33020.

ARTICLE VII - EXERCISE OF CORPORATE POWERS

All Corporate powers shall be exercised by the Board of Directors, whose number shall be at least one, and no more than five. Management of the Corporation shall be by said Board, until such time as the shareholders shall, by a majority vote, amend these Articles to provide for shareholder management, in whole or in part.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director, initially. The name and address of that initial Director is TIMOTHY L. FRAZIER, 1814 Harrison Street, Hollywood, Florida 33020

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is: TIMOTHY L. FRAZIER, 1814 Harrison Street, Hollywood, Florida 33020.

ARTICLE X - ELECTION OF DIRECTORS

The election of the Board of Directors of this Corporation shall be by a vote of the holders of the outstanding shares.

ARTICLE XI - REMOVAL OF DIRECTORS

Shareholders of this Corporation shall not be entitled to remove any Director from office during his term, except for cause.

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provision of these Articles of Incorporation, as well as any amendment to these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

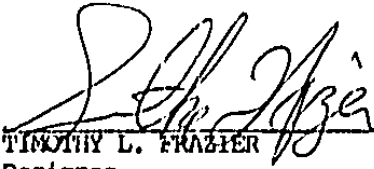
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on August 1, 1996.


SUBSCRIBER-TIMOTHY L. FRAZIER

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, TIMOTHY L. FRAZIER, residing at 1814 Harrison Street, Hollywood, Florida hereby accept designation as Registered Agent of SHUCKUMS RAWBAR ON THE BEACH, INC. AND STATE THAT I am familiar with, and accept the obligations of, Florida Statutes Section 607.0505.

Dated: August 1, 1996.

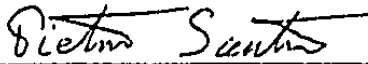

TIMOTHY L. FRAZIER
Designee

ACKNOWLEDGEMENT

STATE OF FLORIDA) ss.:
COUNTY OF BROWARD)

Before me, the undersigned authority, personally appeared TIMOTHY L. FRAZIER, who, having first been duly sworn by me, stated upon his oath that he had read the foregoing ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT, and understood the same; and that the contents thereof were true to his personal knowledge; and that he had executed and signed the same.

Dated: Hollywood, Florida
August 1, 1996.


NOTARY PUBLIC, STATE OF FLORIDA
Printed Name: PIETRO SANTORO
My Commission Expires: 6/29/99

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96 AUG 22 PM 3:20
TALLAHASSEE, FLORIDA