

**CORPORATE
ACCESS,
INC.**

P96000087765

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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1.) *First Fr. days, Inc.*
(CORPORATE NAME & DOCUMENT #)

2.) _____
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3.) _____
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SPECIAL INSTRUCTIONS _____

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96 OCT 24 AM 11:02
DIVISION OF CONSUMER AFFAIRS
TALLAHASSEE, FLORIDA

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me OCT 24 1996

ARTICLES OF INCORPORATION
OF
FIRST FRIDAYS, INC.

FILED
65 OCT 23 1992
TALLAHASSEE
FLORIDA

The undersigned, acting as incorporators of a corporation to be formed under the provisions of the laws of the State of Florida, hereby adopt the following Articles of Incorporation for such corporation, to be filed with the Secretary of State of the State of Florida:

ARTICLE I

The name of the corporation shall be FIRST FRIDAYS, INC. The principal place of business of this corporation shall be 2250 S.W. Third Avenue, Fifth Floor, Miami, Florida 33129.

ARTICLE II

The Corporation shall have perpetual existence commencing at the filing of the Articles of Incorporation with Department of State.

ARTICLE III

The general nature of the business to be carried out by the Corporation as follows:

- 1) To organize and conduct social events;
- 2) To conduct such other businesses as may be incidental or advantageous to the operation of the business described in paragraph (1) hereof;
- 3) To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether specified or not, either alone or in connection with other firms, corporations or individuals, either in this State or throughout the United States and elsewhere, and to do any other act or acts, thing or things, incidental or

pertinent to or connected with the business herein before described, or any part or parts thereof, if not inconsistent with the laws of the United States, this state or any other state; and

4) To carry on any and all lawful purposes not specifically prohibited or limited by Chapter 607, Florida Statutes.

ARTICLE IV

The aggregate number of shares of capital stock that the Corporation shall have the authority to issue is One Thousand (1000), with no par value. The shares of the corporation are not to be divided into classes, nor is the corporation authorized to issue shares in series.

ARTICLE V

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares shall all receive a ratable distribution of the assets of the corporation.

ARTICLE VI

The name and street address of the initial registered agent of the Corporation is:

James L. Weintraub
2250 S.W. Third Avenue, Fifth Floor
Miami, Florida 33129

ARTICLE VII

The names and the post office addresses of the Directors of the first Board of Directors who, subject to the provisions of these Articles of Incorporation and the corporation laws of the State of Florida, shall hold office for the first year of the existence of the Corporation or until their

successors are elected and qualified are:

Torres Young, President, Vice President, Secretary and Treasurer
643 Jefferson Avenue, #2
Miami Beach, Florida 33139

A Board of Directors consisting of not less than two (2) nor more than seven (7) members shall be elected at the first annual meeting of stockholders and at each annual meeting thereafter. Unless otherwise prescribed by law, the entire voting power to elect Directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares of common stock with voting rights of the corporation.

ARTICLES VIII

The Corporation shall have all the powers enumerated for a corporation under the laws of the State of Florida.

ARTICLES IX

The Corporation shall indemnify and hold harmless any and all of its Directors and Officers to the full extent permitted by law.

ARTICLE X

The name and addresses of the incorporators are as follows:

Torres Young
643 Jefferson Avenue, #2
Miami Beach, Florida 33139

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 23 day of October, 1996.

Juan Torres Young - President
TORRES YOUNG

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared TORRES YOUNG, to me known to be the person described in and who subscribed to the above Articles of Incorporation, and who did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned.

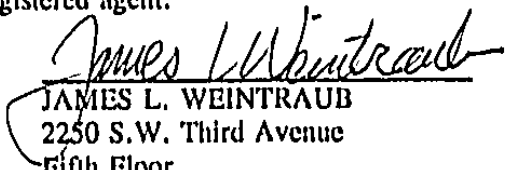
SWORN TO AND SUBSCRIBED BEFORE ME, in the County and State last aforesaid
on this 23 day of October, 1996



[Signature]
NOTARY PUBLIC

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named registered agent to accept service of process for FIRST FRIDAYS, INC., at the place designated in the Articles of Incorporation hereinabove set forth, I hereby agree to act in this capacity; and further agree to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent.


JAMES L. WEINTRAUB
2250 S.W. Third Avenue
Fifth Floor
Miami, Florida 33129

FILED
95 OCT 23 PM 12:22
CLERK OF DISTRICT COURT
STATE OF FLORIDA

P 96 0000 87765

10/02/97

9/29/97- Received debit memo #71671-E (96 debit memo) for filing of articles of incorporation. Original ck. #630 lost by Comptroller's Office/and or Financial Management. Corporation Administrative Dissolved 9/26/97 prior to receiving debit memo, corporation not notified of returned ck. #630 since corp. had been dissolved. Corporation owes for filing of articles \$70 plus 97 Annual Report filing fee.

Melinda Lilliston
Administrative Asst. II
Bureau of Commercial Recording
487-6940

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
FISHIN' FEVER CHARTERS, INC.

FILED
97 SEP 25 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: The Florida Department of State:

Pursuant to the provisions of Section 607.1006, Florida Statutes, FISHIN' FEVER CHARTERS, INC., a Florida Corporation, (P96000090321), has adopted the following Articles of Amendment to its Articles of Incorporation:

1. Article I of the Articles of Incorporation of FISHIN' FEVER CHARTERS, INC. is hereby amended to read as follow:

ARTICLE I: The name of the Corporation ("Corporation") is:

CREATIVE CHARTERS, INC.

2. The above-detailed amendment was approved by the shareholders on September 10, 1997. The number of votes cast for the amendment was sufficient for approval. The effective date of this amendment is the same.

Signed this 11th day of September, 1997.

BY: 
Lawrence R. Huss, President

BY: 
Lawrence R. Huss, Secretary

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing Articles of Amendment was acknowledged before me this 11th day of September, 1997 by Lawrence R. Huss, as President and Secretary of FISHIN' FEVER CHARTERS, on behalf of the Corporation. He is personally known to me.

My Commission Expires:


NOTARY PUBLIC-STATE OF FLORIDA



PAUL D. GOTTFRIED
COMMISSION # CC 594607
EXPIRES OCT 20, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

FREDDIE L. WILLIAMS

303.632.3941
19255 N.E. 10TH AVE. SUITE 101
NORTH MIAMI, FL 33179

630

10/23/96

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STATE OF FLORIDA
DEPARTMENT OF REVENUE
DIVISION OF TAX COLLECTION



Projected
10/23/96
10/23/96

Corporation (Aunt Jemima)

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