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January 2, 1997

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-01/07/97--01130-015  
\*\*\*\*122.50 \*\*\*\*122.50

Florida Secretary of State  
Corporation Division  
State Capital  
Plaza Level, Room 2  
Tallahassee, FL 32399-0250

Re: Incorporation of Norman's Myrtle Beach No. One, Inc.  
Our File No. 93-001-03

Ladies and Gentlemen:

Enclosed please find for filing two copies of the Articles of Incorporation of Norman's Myrtle Beach No. One, Inc. Also enclosed is a check in the amount of \$122.50 payable to the Florida Secretary of State to cover the cost of the filing fee.

Please proceed to file the Articles of Incorporation upon receipt. Please return the original Articles of Incorporation stamped with your filing information to the undersigned as soon as they become available using the envelope provided.

If you have any questions regarding the filing, please contact the undersigned.

Very truly yours,

FROMMELT & EIDE, LTD.



Roger H. Frommelt

RHF/dsm

Enclosures

AL JAN 10 1997

FILED  
97 JAN -6 PM 12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**NORMAN'S MYRTLE BEACH NO. ONE, INC.**

**FILED**  
97 JAN -6 PM 12:47  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being of full age, for the purpose of organizing a corporation under the Florida Business Corporation Act, being Chapter 607 of the Florida Statutes, and acts amendatory thereto, does hereby adopt, sign and deliver to the Secretary, Florida Department of State, the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of the corporation that satisfies the requirements of Section 607.0401 of the Florida Business Corporation Act shall be "Norman's Myrtle Beach No. One, Inc.", whose address is and whose principal office is located at 1003 Hillsboro Mile, Hillsboro, Florida 33062.

**ARTICLE II**

**Registered Office and Registered Agent**

The address of the corporation's initial registered office in the state of Florida shall be 1003 Hillsboro Mile, Hillsboro, Florida 33062, and the initial registered agent at such address shall be Marlin F. Torguson.

**ARTICLE III**

**Authorized Shares**

The corporation shall have the authority to issue an aggregate of one thousand shares, all of which shall be common voting shares having a par value of \$.01 per share. The Board

of Directors of the corporation may, from time to time, establish by resolution different classes or series of shares and may fix the rights and preferences of said shares in any class or series.

#### **ARTICLE IV**

##### **Incorporator**

The name and address of the sole incorporator of the corporation is Roger H. Frommelt, Frommelt & Eide, Ltd., 580 International Centre, 900 Second Avenue South, Minneapolis, Minnesota 55402.

#### **ARTICLE V**

##### **Cumulative Voting**

No shareholder of the corporation shall have any right to cumulate votes with respect to shares of the corporation in the election of members of the Board of Directors of the corporation, or when voting on any other matter.

#### **ARTICLE VI**

##### **Preemptive Rights**

No shareholder of the corporation, solely by reason of such status as a shareholder, shall have any right to acquire any portion of the unissued shares or other securities of the corporation, or any rights to purchase such shares or other securities, which the corporation may from time to time offer to sell or sell.


#### **ARTICLE VII**

##### **Indemnification**

The corporation shall, to the fullest extent permitted under the Florida Business Corporation Act, as it may be amended from time to time, indemnify directors of the

corporation. The obligation to indemnify directors under this Article VII shall not affect the power of the Corporation to indemnify officers, employees or agents to the fullest extent permitted under the Florida Business Corporation Act.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 2nd day of January, 1997.


  
\_\_\_\_\_  
Roger H. Frommelt  
Sole Incorporator

### ACCEPTANCE BY REGISTERED AGENT

Acceptance by the Registered Agent as required in Section 607.0501(3) of the Florida Business Corporation Act: Marlin F. Torguson is familiar with and accepts the obligations of Registered Agent for Norman's Myrtle Beach No. One, Inc. as provided for in Section 607.0505 of the Florida Business Corporation Act.

Dated: January 2, 1997

By: \_\_\_\_\_

  
Marlin F. Torguson

**FILED**  
97 JAN -6 PM 12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA