

**P97000014535**  
Law Offices  
**UPCHURCH & ESPOSITO, P.A.**

1510 NORTH PONCE de LEON BLVD.

Please reply to:  
POST OFFICE BOX 3956  
SAINT AUGUSTINE, FLORIDA 32085-3956

H. DAVIS UPCHURCH, JR.  
also admitted State Bar of Georgia

CHARLES A. ESPOSITO  
also admitted New York Bar

TELEPHONE  
(904) 825-1990

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(904) 824-4213

February 6, 1997

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

300002084943--3  
-02/12/97--01031--009  
\*\*\*122.50 \*\*\*122.50

RE: Aeschbach Enterprises, Inc.

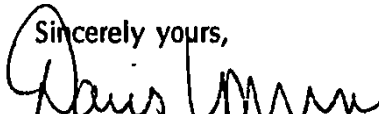
Dear Sir/Madam:

I enclose herewith Articles of Incorporation of the above-named newly formed corporation. Please file the same and furnish me a certified copy.

You will note that Article X of the Articles of Incorporation sets out the name and address of the Registered Agent of the corporation.

Likewise enclosed is my check payable to the of State in the amount of \$122.50, which I estimate to be sufficient to cover the charges for filing fee (\$35.00), Registered Agent's fee (\$35.00) and certified copy of the charter document (\$52.50). If there is any additional charge. please advise and I will be happy to remit same.

Sincerely yours,

  
H. Davis Upchurch, Jr.

HDU, Jr.  
enclosures  
J. Aeschbach

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 12 PM 1:17

ga  
2/14/97

EFFECTIVE DATE

2/15/97

ARTICLES OF INCORPORATION

OF

AESCHBACH ENTERPRISES, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 FEB 12 PM 1:17

The undersigned natural person, for the purpose of forming a corporation under the Florida Business Corporation Act, Ch. 607 Florida Statute (1995), does hereby adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is AESCHBACH ENTERPRISES, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is restaurant/lounge and retail package sales and any other activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

Shares of Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock at par value of one dollar (\$1.00) per share.

ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than five hundred dollars (\$500.00).

**ARTICLE V**

**Effective Date**

The effective date of incorporation shall be February 15, 1997.

**ARTICLE VI**

**Term of Existence**

This corporation is to exist perpetually.

**ARTICLE VII**

**Directors**

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time in accordance with the bylaws adopted by the stockholders, but shall never be less than two (2) nor more than five (5).

**ARTICLE VIII**

**Initial Directors and Officers**

The name and residence and post office address of each member of the first Board of Directors and the officers are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
John J. Aeschbach	3 Marsh View Drive St. Augustine, Fl. 32084	President
Connie S. Aeschbach	3 Marsh View Drive St. Augustine, Fl. 32084	Secretary

**ARTICLE IX**

**Subscribers**

The name and address of the subscriber to these Articles of Incorporation is: John J. Aeschbach, 3 Marsh View Drive, St.

Augustine, Florida, 32084.

**ARTICLE X**

**Preemptive Rights**

The corporation elects to have the preemptive rights in accordance with its shareholders as defined in Fla. Stat. 607.0630 (1995).

**ARTICLE XI**

**Principle Registered Office and Registered Agent**

The street address of the principle office of the corporation is 361 A1A South-Beach Blvd., St. Augustine Beach, Fl., 32084, and the name and address of the registered agent for the service of process is H. Davis Upchurch, Jr., Esq., Upchurch & Esposito, P.A., 1510 N. Ponce de Leon, St. Augustine, Fla. 32085.

**ARTICLE XII**

**Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder' meeting by a majority of the stock entitled to vote thereon.

  
John J. Aeschbach

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

6th The foregoing instrument was acknowledged before me this January day of January, 1997, by John J. Aeschbach. Such person did not take an oath and : (notary must check applicable box)

is/are personally known to me.

- produced a current Florida driver's license as identification.
- produced \_\_\_\_\_ as identification.

{Notary Seal}



Sherrie W. Smith  
 Signature of Notary  
Sherrie W. Smith  
 Name of Notary (Typed, Printed or Stamped)  
 Commission Number (if not legible on seal): \_\_\_\_\_  
 My Commission Expires (if not legible on seal): \_\_\_\_\_

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sec. 607.0501 Fla.Stat.(1995), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent for service of process in the State of Florida.

1. The name of the corporation is AESCHBACH ENTERPRISES, Inc.
2. The name and address of the registered agent and office is: H. Davis Upchurch, Jr., Esq., Upchurch & Esposito, P.A., 1510 N. Ponce de Leon Blvd., St. Augustine, Fl., 32085.

Having been named as Registered Agent for the service of process for the above name corporation at the above stated address, I hereby accept the appointment and agree to faithfully perform my duties. I further agree to comply with the provisions of all Florida Statutes relating to the proper and complete performance of my duties, and I am familiar with, and accept, the obligations as Registered Agent.

H. Davis Upchurch, Jr., Esq.  
 H. Davis Upchurch, Jr., Esq.

\_\_\_\_\_  
 Date

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 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
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