LAW OFFICE OF BRIAN R. HANSON

ATTORNEY AND COUNSELLOR AT LAW

57 West Granada Boulevard Post Office Box 1886 ORMOND BEACH, FLORIDA 32175-1886 TELEPHONE (904) 673-2680 FAX (904) 673-2705

March 25, 1997

Florida Department of State **Division of Corporations** Post Office Box 6327 Tallahassee, FL 32399

Re:

Filing of Articles of Incorporation

CHELSAR, INC.

Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the corporation whose name is CHELSAR, INC.

You are requested to file these Articles of Incorporation within your Official Records and return a Certified copy to this law office.

We are enclosing a check in the amount of \$122.50 which is tendered to pay the below listed fees:

> Filing Fee: \$ 35.00 Certified Copy Fee: 52.50 Registered Agent Designation

35.00

\$122.50

Your cooperation in filing these Articles of Incorporation and returning the Certified copy of same to this office at your earliest convenience will be appreciated.

Sincerely,

Brian R. Hanson

BRH:ilm

enclosures

R97-1407

APPROVED AND FILED 97 MAR 27 AMII: 29 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CHELSAR, INC.

EFFECTIVE DATE
3-25-91

ARTICLE I

CORPORATE NAME

The name of this corporation is CHELSAR, INC.

ARTICLE II

DURATION

The duration of the corporation is perpetual. The date and time of commencement of the corporate existence shall be the time these Articles of Incorporation are subscribed and acknowledged if filing with the Department of State of the State of Florida within five (5) days after such date, or if not so filed within five (5) days, the date and time of such filing with the Department of State.

ARTICLE III

GENERAL PURPOSES

The purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law. More specifically, the corporation will be initially involved in the operation of a restaurant/bar

business for the sale of food and alcoholic beverages and related activities.

ARTICLE IV

SHARES

The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100) shares of common voting stock having a par value of One (\$1.00) Dollar per share. The aggregate par value of capital stock for the corporation is One Hundred (\$100.00) Dollars.

ARTICLE V

CORPORATION'S PRINCIPAL OFFICE

The corporation's principal office and mailing address is as follows:

Chelsar, Inc. 2915 Victory Palm Drive Edgewater, Florida 32141

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 57 West Granada Boulevard, Ormond Beach, Florida 32174, and the name of the registered agent is Brian R. Hanson, Attorney at Law.

I, Brian R. Hanson, Attorney at Law, am familiar with and accept the duties and responsibilities as registered agent for the corporation whose name is CHELSAR, INC.,

this 25th day of March, 1997.

REGISTERED AGENT ACCEPTANCE:

Brian R. Hanson, Attorney at Law

ARTICLE VII

DIRECTORS AND OFFICERS

The number of directors constituting the initial Board of Directors is three (3) and the name and address of the persons who will serve as the Board of Directors is as follows:

1.	Kevin D. Griffith	Director	2915 Victory Palm Drive Edgewater, Florida 32141
2.	Christine J. Michel-Griffith	Director	2915 Victory Palm Drive Edgewater, Florida 32141
3.	Barbara J. Michel	Director	2915 Victory Palm Drive Edgewater, Florida 32141

The number of officers appointed to manage the corporation is four (4) and the names, addresses and positions held for each officer is as follows:

1. President	Kevin D. Griffith	2915 Victory Palm Drive Edgewater, Florida 32141
2. Vice President	Christine J. Michel-Griffith	2915 Victory Palm Drive Edgewater, Florida 32141
3. Secretary	Barbara J. Michel	2915 Victory Palm Drive Edgewater, Florida 32141
4. Treasurer	Christine J. Michel-Griffith	2915 Victory Palm Drive Edgewater, Florida 32141

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator of the corporation is as follows:

BRIAN R. HANSON, Attorney At Law 57 West Granada Boulevard Ormond Beach, Florida 32174

IN WITNESS WHEREOF, the undersigned Incorporator does hereby execute and acknowledge these Articles, the 35 day of March, 1997.

INCORPORATOR:

STATE OF FLORIDA)

COUNTY OF VOLUSIA)

The foregoing instrument was acknowledged before me this 25 day of March, 1997, by BRIAN R. HANSON, ESQUIRE, who is personally known to me and who did take an oath.

Notary Public, State of Florida

at Large

My Commission Expires:

IRENE L. MACLEAN MY COMMISSION # CC432702 EXPIRES January 30, 1999 BONDED THRU TROY FAIN INSURUNCE, INC.