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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 345458 81444A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 28, 1997

ORDER TIME : 9:55 AM

ORDER NO. : 345458-005

CUSTOMER NO: 81444A

CUSTOMER: Mr. Christopher A. White
PATTERSON & GREEN

Suite A
3010 S. Third Street
Jacksonville, FL 32250

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-04/28/97--01041-015
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DOMESTIC FILING

NAME: MARLINS BIG GAME CLUB, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
97 APR 28 PM 1:22
TALLAHASSEE, FLORIDA

8N APR 28 1997

**FLORIDA DEPARTMENT OF STATE****Sandra B. Mortham**
Secretary of State

April 15, 1997

KEVIN STRICKLAND
21 ROSCOE BLVD., WEST
PONTE VEDRA BEACH, FL 32082

The name **MARLINS BIG GAME CLUB, INC.** has been reserved for 120 days beginning April 15, 1997. The reservation number is R97000001777 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 697A00018830

**ARTICLES OF INCORPORATION
OF
MARLINS BIG GAME CLUB, INC.**

FILED
97 APR 28 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: Corporate Name. The name of the corporation is MARLINS BIG GAME CLUB, INC.

ARTICLE II: Corporate Existence. The corporation shall exist for perpetuity commencing as of the execution of these Articles.

ARTICLE III: Corporate Purpose. The corporation is organized for the purpose of operating a service or retail business, including but not limited to a restaurant and bar, and for any and all lawful business allowed under the State of Florida or the United States of America.

ARTICLE IV: Authorized Stock. The corporation is authorized to issue 10,000 shares of common stock, par value \$1.00 each.

ARTICLE V: Initial Registered Office and Agent. The street address of the initial registered officer of the corporation is 3010 South Third Street, Suite A, Jacksonville Beach, Florida 32250, with a mailing address of the same, and the name of the initial registered agent at that address of this corporation is Christopher A. White, Esquire.

ARTICLE VI: Principal Place of Business. The principal place of business of this corporation shall be: 13846 Atlantic Boulevard, Building 3, Jacksonville, Florida 32225.

ARTICLE VII: Initial Board of Directors. This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial directors of this corporation are:

David Alan Berlin
13846 Atlantic Blvd., Bldg. 3
Jacksonville, FL 32225

Kevin Lawrence Strickland
13846 Atlantic Blvd., Bldg. 3
Jacksonville, FL 32225

ARTICLE VIII: Incorporator. The name and address of the person signing these Articles is Kevin Lawrence Strickland, 13846 Atlantic Boulevard, Building 3, Jacksonville, Florida 32225.

ARTICLE IX: Power to Amend. The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X: Corporate Reservations. The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI: Preemptive rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the price, terms and conditions of the issue of the shares inviting it to exercise its preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of April, 1997.

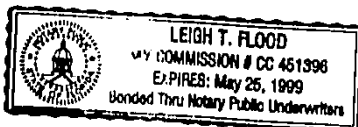

Kevin Lawrence Strickland

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared Kevin Lawrence Strickland, to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to me that he executed said Articles freely and voluntarily and for the purposes expressed therein.

WITNESS my hand and seal this 23rd day of April, 1997.



Notary Public, State of Florida



My Commission Expires:

HAVING BEEN NAMED to accept service of process for **MARLINS BIG GAME CLUB, INC.** at the place designated in the Articles of Incorporation, I **HEREBY AGREE TO ACT** in this capacity and agree to comply with the provisions of all statutes relating to the property in complete performance of my duties.

DATED this 23rd day of April, 1997.



Christopher A. White

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TALLAHASSEE, FLORIDA