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TRAPPE & DUSSEAULT, P. A.
ATTORNEYS AT LAW

236 McKenzie Avenue
POST OFFICE BOX 2526
PANAMA CITY, FLORIDA 32402-0160

Owen S. Trappe, Jr.
Brian A. Dusseault

Telephone
(904)769-6139

May 14, 1997

FILED
97 MAY 16 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Return To
P. W. ASAP
Attorneys' Title Insurance Fund, Inc.
660 East Jefferson Street, Suite 200
Tallahassee, Florida 32301

Attn: Barbara Keys

Re: **IN-OPERATIVE MINDS, INC.**

800002180628--8
-05/16/97--01002--003
*****70.00 *****70.00

Dear Ms. Keys:

Please find enclosed the original and a copy of the Articles of Incorporation for Pecan Grove of Bay County, Inc. I have also enclosed a check in the amount of \$70.00 to cover the costs of the filing fees in this matter. I would appreciate your firm handling the delivery of these papers and returning the conformed copy of the Articles of Incorporation to me by regular mail.

Finally, I am enclosing a letter of authorization for your company to file the enclosed corporate documents. If you need any additional information, please do not hesitate to contact me.

Sincerely,


Stan Trappe

ST/lcm

Enclosures

K.R. MAY 16 1997

RECEIVED
97 MAY 16 AM 8:22
DIVISION OF CORPORATION

TRAPPE & DUSSEAULT, P. A.

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May 14, 1997

Secretary of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32302

Re: **IN-OPERATIVE MINDS, INC.**

Dear Sir:

I have enclosed the original and one copy of the Articles of Incorporation of the above-named corporation. Please file the original and return a conformed copy to me for the corporate records.

I have enclosed my check payable to your order in the amount of \$70.00, representing a filing fee of \$35.00 and the \$35.00 Designation of Resident Agent fee.

If any additional information is needed or desired, please do not hesitate to contact me.

Sincerely,


Stan Trappe

ST/lcm

Enclosures

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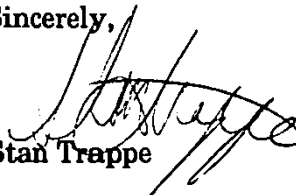
LETTER OF AUTHORIZATION

Re: Incorporation of **IN-OPERATIVE MINDS, INC.**

TO WHOM IT MAY CONCERN:

Attorneys' Title Insurance Fund, Inc. is hereby authorized to file the Articles of Incorporation for the above referenced corporation with the Secretary of State's Office in the State of Florida.

Sincerely,



Stan Trappe

ST/lcm

**ARTICLES OF INCORPORATION
OF
IN-OPERATIVE MINDS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be **IN-OPERATIVE MINDS, INC.**

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The primary purpose of this corporation shall be to engage in the business of operating a restaurant, the sale of beer and wine to the general public and the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV

The amount of capital stock authorized shall be 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share, making a total authorized capital stock of One Thousand and No/100 Dollars (\$1,000.00).

ARTICLE V

The street address of the corporation's initial registered office is 13667 E. Emerald Coast Parkway, Panama City Beach, Florida 32413. The name of the corporation's initial registered agent at such address is **SCOTT C. GRUBB**. The street address of the corporation's principal office is 13667 E. Emerald Coast Parkway, Panama City Beach, Florida 32413. The street address of the registered

office and business address is the same.

ARTICLE VI

The amount of capital with which this corporation shall begin its business ventures is not less than ONE THOUSAND AND NO/100 DOLLARS (\$1,000.00).

ARTICLE VI

The management of the corporate affairs of this corporation shall be managed by the Board of Directors.

ARTICLE VII

The number of directors constituting the initial Board of Directors shall be not less than three (3) nor more than five (5).

ARTICLE VIII

The name and address of each person who is to serve as a member of the initial Board of Directors are:

SCOTT C. GRUBB - 407 Deep Forest Lane, Panama City Beach, Florida 32408;

PAMELA A. SIEGLER - 407 Deep Forest Lane, Panama City Beach, Florida 32408; and

ROBERT C. DAVIS - 216 Pelican Way, Panama City Beach, Florida 32408.

ARTICLE IX

The name and address of the incorporator signing these Articles of


Incorporation are as follows:

SCOTT C. GRUBB - 407 Deep Forest Lane, Panama City Beach,
Florida 32408.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided
by law.

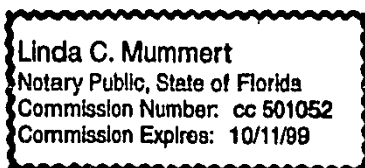
IN WITNESS WHEREOF, the undersigned has made and subscribed
this the Articles of Incorporation at Panama City, Florida, for the uses and purposes
herein expressed this 14th day of May, 1997.

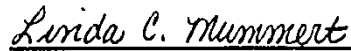


SCOTT C. GRUBB
Incorporator

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 14th day
of May, 1997 by **SCOTT C. GRUBB**, who is personally known to me or who has
produced Fla. D.L. #G610-783-64-141-0 (type of identification) as
identification and who ~~did~~/did not take an oath.





Signature of Notary Public
Linda C. Mummert

Printed Name of Notary Public

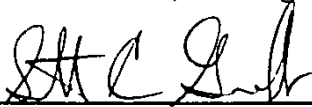
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First - That **IN-OPERATIVE MINDS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Panama City Beach, County of Bay, State of Florida, has named **SCOTT C. GRUBB**, located at 13667 E. Emerald Coast Parkway, City of Panama City Beach, County of Bay, State of Florida, as its agent to accept service of process within this State.

May 14, 1997


Dated



SCOTT C. GRUBB

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



SCOTT C. GRUBB

STATE OF FLORIDA
COUNTY OF BAY

I hereby certify that on this day, before, me, an officer authorized to administer oaths and take acknowledgments, personally appeared **SCOTT C. GRUBB**, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and an oath was not taken.

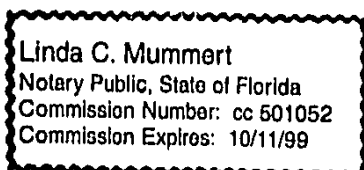
(Check one:)

☐

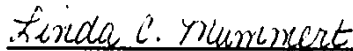
Said person(s) is/are personally known to me.

☒

Said person(s) provided me the following type of identification Fla. D.L. G610-783-64-141-0.



Witness my hand and official seal in the County and State last aforesaid this 14th day of May, 1997.



Notary Signature

Linda C. Mummert

Printed Name

FILED
57 MAY 15 AM 9:48
CLERK
BAY COUNTY
FLORIDA