

Jun-10-97 10:31A

P.01

p970000 48199

PATTERSON & GREEN, P.A.
ATTORNEYS AT LAW
3010 SOUTH THIRD STREET, SUITE A
JACKSONVILLE BEACH, FLORIDA 32250

LAWRENCE R. PATTERSON
SUZANNE WORRALL GREEN
TERROLL J. ANDERSON
JOHN H. LATCHAW, JR.
CHRISTOPHER A. WHITE

FAX TRANSMISSION

TELEPHONE
(904) 247-1770
TELECOPIER
(904) 248-0138

TO: Sandy Ng

FAX NO.: (904) 487-6013

FROM: Jennifer M. Grenadier
Paralegal to
Lawrence R. Patterson

DATE: June 10, 1997

NO. OF PAGES (Including this page): 5

RE: WeHe Road, Inc.

Replacement
original missing
DMP 6-10-97

EFFECTIVE DATE

5-26-97

FILED
97 MAY 30 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IF YOU DO NOT RECEIVE ENTIRE FAX TRANSMISSION,
PLEASE CALL US AS SOON AS POSSIBLE AT (904) 247-1770

THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS
INTENDED ONLY FOR THE PERSONAL AND CONFIDENTIAL USE OF
THE DESIGNATED RECIPIENTS NAMED ABOVE. This message is
privileged and confidential. If the reader of this message is not the intended recipient
or an agent responsible for delivering it to the intended recipient, you are hereby
notified that you have received this document in error, and that any review,
dissemination, distribution or copying of this message is strictly prohibited. If you
have received this communication in error, please notify us immediately by telephone
and return the original message to us by mail. Thank you.

CAMP51ULTRAFAX2

EFFECTIVE DATE

5/26/97

5/26/97

ARTICLES OF INCORPORATION
OF
WEKE ROAD, INC.

FILED
97 MAY 30 PM 3:42
TALLAHASSEE, FLORIDA
57 MAY 30 PM 3:42
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 WEKE ROAD, 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 management of small businesses including restaurants, driving range, etc., 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, 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 Suzanne W. Green, Esquire.

ARTICLE VI: Principal Place of Business. The principal place of business of this corporation shall be: 246 Solana Road, Ponte Vedra Beach, Florida 32082.

ARTICLE VII: Initial Board of Directors. This corporation shall have two 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:

Martin Mac Jenkins
69 Village Walk
Ponte Vedra Beach, FL 32082

Dan Thomas Jenkins, Jr.
69 Village Walk
Ponte Vedra Beach, FL 32082

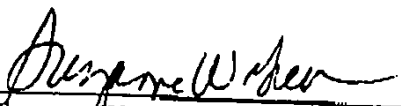
ARTICLE VIII: Incorporator. The name and address of the person signing these Articles is Suzanne W. Green, 3010 South Third Street, Suite A, Jacksonville Beach, Florida 32250.

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 26th day of May, 1997.


Suzanne W. Green

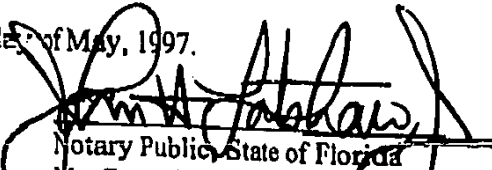
STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared Suzanne W. Green, 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 26th day of May, 1997.

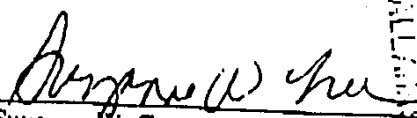


JOHN H. LATSHAW JR.
My Commission 00000000
Expires Jan. 15, 1998


Notary Public, State of Florida
My Commission Expires: June 15, 1998

HAVING BEEN NAMED to accept service of process for Weke Road, 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 26th day of May, 1997.


Suzanne W. Green