

P.97000052564



ACCOUNT NO. : 072100000032

REFERENCE : 427629 81645A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 13, 1997

ORDER TIME : 10:55 AM

ORDER NO. : 427629-005

CUSTOMER NO: 81645A

CUSTOMER: Jeffrey P. Whitton, Esq
JEFFREY P. WHITTON, ESQ

565 Harrison Avenue

Panama City, FL 32401

900002211709--8
-06/13/97--01064--013
****122.50 ****122.50

DOMESTIC FILING

NAME: CHUBBY'S OF PCB, 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: Carina L. Dunlap

EXAMINER'S INITIALS: _____

FILED
JUN 13 PM 2:07
TALLAHASSEE, FLORIDA
STATE

RECEIVED
97 JUN 13 PM 12:15
DIVISION OF CORPORATION

JUN 13 1997

ARTICLES OF INCORPORATION
OF
CHUBBY'S OF PCB, INC.

FILED

97 JUN 13 PM 2:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation hereby subscribe to and form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is Chubby's of PCB, Inc. The principal office and mailing address of the corporation is 565 Harrison Avenue, Panama City, Florida, 32401.

ARTICLE II

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV

This corporation is authorized to issue One Hundred (100) shares of common stock, each share having the par value of \$ -0-.

ARTICLE V

The street address of the initial registered office of this corporation is 565 Harrison Avenue, Panama City, Florida, 32401, and the name of the initial registered agent of this corporation at that address is Jeffrey P. Whitton.

ARTICLE VI

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than two. The names and addresses of the initial directors of this corporation are:

Jim Lawson
3225 Country Club Dr.
Lynn Haven, FL 32444

Andrew Deramo, Jr.
323 Hidden Island Dr.
Panama City Beach, FL 32408

ARTICLE VII

The names and addresses of the persons signing these Articles are:

Jim Lawson
3225 Country Club Dr.
Lynn Haven, FL 32444

Andrew Deramo, Jr.
323 Hidden Island Dr.
Panama City Beach, FL 32408

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 12th day of June, 1997.



Jim Lawson

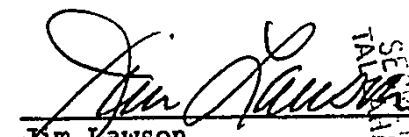
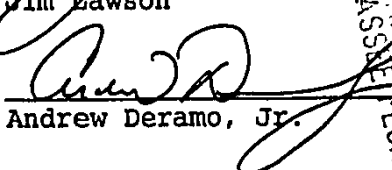


Andrew Deramo, Jr.

**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

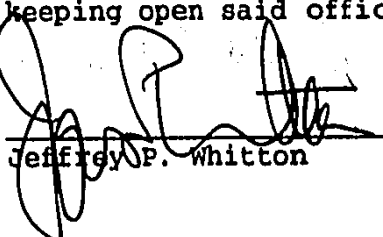
In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

Chubby's of PCB, Inc., desiring to organize under the laws of the State of Florida, has designated 565 Harrison Avenue, Panama City, Florida, 32401, as its initial Registered Office and has named Jeffrey P. Whitton, 565 Harrison Avenue, Panama City, Florida, 32401, as its agent to accept service of process within this state.


Jim Lawson

Andrew Deramo, Jr.
FILED
97 JUN 13 PM 2:08
TALLAHASSEE
STATE
FLORIDA

ACKNOWLEDGEMENT

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


Jeffrey P. Whitton