

Sep. 25. 1997 11:04AM

HARLEE PORGES ET AL

No. 4536 P. 1/4

P97000083053

9/24/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

3:41

((H97000015894 3))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: HARLEE, PORGES, HAMLIN, KNOWLES, BALD & PRO
CONTACT: TOM PUTNAM
PHONE: (941)748-3770

ACCT#: 076077002227

FAX #: (941)746-4160

NAME: WAHOO'S RESTAURANTS, INC.

AUDIT NUMBER.....H97000015894

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

FILED
97 SEP 25 AM 11:36
TALLAHASSEE, FLORIDA

FAX AUDIT NUMBER: H97000015894

ARTICLES OF INCORPORATION
OF
WAHOO'S RESTAURANTS, INC.

ARTICLE I. NAME

The name of this corporation shall be WAHOO'S RESTAURANTS, INC.

ARTICLE II. PRINCIPAL OFFICE

The mailing address and principal place of business of the corporation is 108 44th Avenue East, Bradenton, Florida 34207.

ARTICLE III. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of signing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

ARTICLE IV. PURPOSE

The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE V. CAPITAL STOCK

This corporation shall have the authority to issue 10,000 shares of One Dollar (\$1.00) par value common capital stock.

PREPARED BY:
Joseph L. Najmy, Esq.(Bar No.:0847283)
Harlee, Porges, Hamlin,
Knowles, Bald & Prouty, P.A.
1205 Manatee Avenue West
Bradenton, Florida, 34205
(941)748-3770

FAX AUDIT NO.: H97000015894

FILED
97 SEP 25 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NUMBER: H97000015894

ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 108 44th Avenue East, Bradenton, Florida 34207.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Terry W. Wilson.

ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Terry W. Wilson, 2045 B. Carlton Arms Circle, Bradenton, Florida 34208.

ARTICLE IX. AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal the Articles Of Incorporation of this corporation shall be vested in the shareholders by a majority vote of such shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 25th day of September, 1997.


Terry W. Wilson, Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 25th day of September, 1997, by Terry W. Wilson, designated above as the individual who shall serve as this corporation's incorporator, who is personally known to me.

(NOTARY STAMP)



CANDACE E. DRINKARD
My Commission CC513214
Expires Jan. 22, 2001

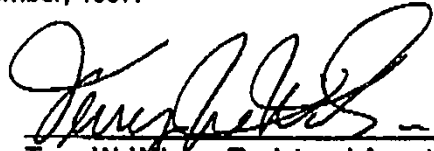

Candace E. Drinkard
Notary Public

FAX AUDIT NUMBER: H97000015894

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of WAHOO'S RESTAURANTS, INC., which is contained in the foregoing Articles of Incorporation. Pursuant to Section 607.0501(3), Florida Statutes (1991), I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 25th day of September, 1997.


Terry W. Wilson, Registered Agent

FILED
97 SEP 25 AM 11:37
TALLAHASSEE, FLORIDA