

Bagdes & Bagdes

Attorneys at Law

508 North Grandview Ave. - Suite B
Daytona Beach, FL 32118

Fabian Bagdes
Mary-Ellen Bagdes

P98000007105

904/258-7171
or 258-7441

January 20, 1998

300002409133--9
-01/22/98--01093--006
****122.50 ****122.50

SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Beach Concession D-B 37, Inc.

Dear Sir:

Please file the enclosed Articles of Incorporation and
Acceptance of Registered Agent, and return certified
copies of each. A check for \$122.50 is enclosed to
cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,

FB

Fabian Bagdes

Enclosures

FILED
98 JAN 22 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
1-23-98

ARTICLES OF INCORPORATION
OF
BEACH CONCESSION D-B 37, INC.

FILED
98 JAN 22 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE ONE
NAME

The name of the corporation is BEACH CONCESSION D-B 37, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to operate a beach concession for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX
PRINCIPAL OFFICE

The address of the principal office of the corporation is: 3520 S. Nova Road, Lot 242, Port Orange, Florida 32119. This is also the mailing address of the corporation.

ARTICLE SEVEN
REGISTERED OFFICE

The street address of the registered office of the corporation is 3520 S. Nova Road, Lot 242, Port Orange, Florida 32119, and the name of the initial registered agent at such address is EDITH R. WILLIAMS.

ARTICLE EIGHT
DIRECTORS

The board of directors shall consist of the following single member:

Edith R. Williams
3520 S. Nova Road, Lot 242
Port Orange, Florida 32119

ARTICLE NINE
INCORPORATORS

The names and addresses of the sole incorporator is:

Edith R. Williams
3520 S. Nova Road, Lot 242
Port Orange, Florida 32119

ARTICLE TEN
OFFICERS

The officers of the corporation shall be:

President: Edith R. Williams
3520 S. Nova Road, Lot 242
Port Orange, Florida 32119

Secretary/Treasurer: Angela McCotter
3520 S. Nova Road, Lot 242
Port Orange, Florida 32119

ARTICLE ELEVEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.


IN WITNESS WHEREOF, I have signed my name this 19th day
of January, 1998.

Edith R. Williams
Edith R. Williams

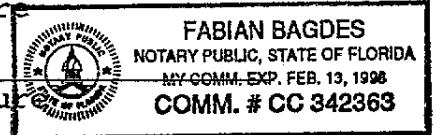
STATE OF FLORIDA
COUNTY OF VOLUSIA

On this 19th day of January, 1998, before me, the undersigned authority, appeared EDITH R. WILLIAMS, who is personally known to me or who has produced VA - Dr. Martin Luther King Jr. as identification, and whose name is subscribed to the within instrument and having been duly sworn she acknowledged that she executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.


Notary Signature

Printed Signature



My Commission expires:

NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
98 JAN 22 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

BEACH CONCESSION D-B 37, INC., a corporation organizing under the laws of the State of Florida, with its principal office at 3520 S. Nova Road, Lot 242, in the City of Port Orange, County of Volusia, in the State of Florida, has named EDITH R. WILLIAMS, who is located at 3520 S. Nova Road, Lot 242, Port Orange, Florida 32119, as its registered agent to accept service of process within the State.

DIRECTOR:

EDITH R. WILLIAMS

ADDRESS:

3520 S. Nova Road, Lot 242
Port Orange, Florida 32119

ACCEPTANCE:

I agree as resident agent to accept service of process; to keep office open during prescribed hours; to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place as required by law.

Edith R. Williams
Edith R. Williams