

P98000018821

~~R. JOHN WESTBERRY~~ CAPITAL CONNECTION, INC.  
ATTORNEY AND COUNSELOR AT LAW  
1108-A NORTH 12TH AVENUE  
OLD EAST HILL DISTRICT  
PENSACOLA, FLORIDA 32501

Licensed to practice  
Florida  
Alabama

Labor and Employment  
Marital and Family  
Criminal Law  
Personal Injury

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(850) 438-0401  
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(850) 433-1546

February 17, 1998

Secretary of State  
Division of Corporations  
P O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation of SUGARS, INC.

Dear Sir/Madam:

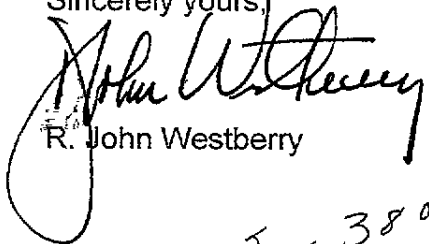
Enclosed please find the following documents necessary to incorporate SUGARS, INC.:

1. Original, signed and notarized Articles of Incorporation.
2. Duplicate copy of Articles of Incorporation.
3. My check in the sum of \$122.50, which represents the \$35.00 filing fee, the Registered Agent Designation fee of \$35.00, and the certified copy fee of \$52.50.

Please accept the Articles of Incorporation for filing and have the duplicate copy certified and returned along with the Corporate Charter to my office as soon as possible.

Thank you for your attention to this matter.

Sincerely yours,

  
R. John Westberry

RJW/rw  
Enclosures

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\*\*\*\*122.50 \*\*\*\*122.50

WJ - 3809



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 20, 1998

R JOHN WESTBERRY  
1108-A NO 12 AVE  
PENSACOLA, FL 32501

SUBJECT: SUGARS, INC.  
Ref. Number: W98000003809

We have received your document for SUGARS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 998A00009830

**ARTICLES OF INCORPORATION**  
**OF**  
**SUGARS OF PANAMA CITY BEACH, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation is SUGARS OF PANAMA CITY BEACH, INC.

**ARTICLE II**

The duration of the corporation is perpetual.

**ARTICLE III**

The general purpose for which this corporation is organized is as follows:

1. To engage in the lounge and restaurant business.
2. To transact any other lawful business for which corporations under the Florida General Corporation Act or to engage in any other trade of business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such things that are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV**

The aggregate number of shares which the corporation is authorized to issue if one hundred (100) shares. Such shares shall be of a single class and shall not have a par value.

**ARTICLE V**

The principal mailing address of the corporation is 11053 Middle Beach Road, Panama City Beach, Florida 32407.

**ARTICLE VI**

The street address of the initial registered office of the corporation is 1108-A North 12th Avenue, Pensacola, Florida 32501, and the name of its initial registered agent as such address is R. John Westberry.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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## ARTICLE VII

The number of directors constituting the initial Board of Directors of the corporation is one. The name and address of each person who is to serve as a member of the initial Board of Directors is Howard T. Mitchell, 5056 John Melvin Road, Holt, Florida 32564. The number of directors may be either increased or decreased from time to time by the By-laws of the corporation, but the number shall never be less than one (1).

## ARTICLE VIII

The name and address of the incorporated is Howard T. Mitchell, 5056 John Melvin Road, Holt, Florida 32561.

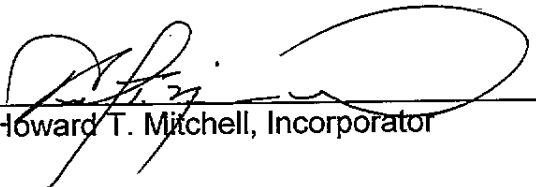
## ARTICLE IX

Each stockholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase, subscribe for, at the price at which it is offered to existing shareholders or prospective shareholders, a pro-rata portion of the following:

1. Any stock of a class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation or any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, real property, or leases thereof; or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation or any class or classes, or to which is attached or pertinent to any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

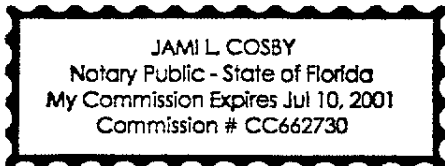
Executed by the undersigned at Pensacola, Escambia County, Florida, on the 17<sup>th</sup> day of FEB 1998.

  
Howard T. Mitchell, Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this the 17<sup>th</sup> day of February 1998, by Howard T. Mitchell, who produced the following identification: m 324 - 320 - 40 - 042 - 0 DL # FL and who did take an oath.

-SEAL-



Jami L. Cosby  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE  
My Commission Expires: 7/10/01

ACCEPTANCE BY REGISTERED AGENT

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation.

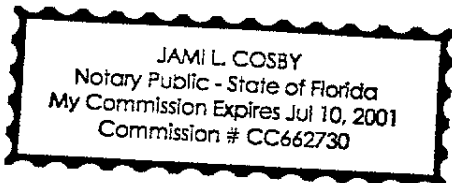
Dated: February 18, 1998.

R. John Westberry  
R. John Westberry, Registered Agent

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 18<sup>th</sup> day of February 1998, by R. John Westberry, who is personally known to me and who did take an oath.

-SEAL-



Jami L. Cosby  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE  
My Commission Expires: 7/10/01

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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