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LAW OFFICES  
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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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PAUL E. RICE, JR.  
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GREGORY D. SNELL  
BYRON R. CORNWELL

March 2, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32301

500002447925--0  
-03/05/98-01030-009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: American Bartending Trainers, Inc.

Gentlemen:

Enclosed you will find the Articles of Incorporation regarding the above corporation. Please file the same and forward confirmation to this office.

Also enclosed is a check for \$70.00 to cover the following costs and fees:

Filing Fee	35.00
Registered Agent	35.00
	<u>\$70.00</u>

Thank you for your assistance in this matter.

Sincerely,

James L. Rose

JLR/bjr  
Encs.

FILED  
98 MAR -5 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BETH  
AUTHORIZATION BY PHONE TO  
CORRECT R.A. address  
DATE 3/9/98  
DOC. EXAM nc

nc 3/9/98

ARTICLES OF INCORPORATION  
OF  
AMERICAN BARTENDING TRAINERS, INC.

FILED  
98 MAR -5 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be American Bartending Trainers, Inc.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 495 S. Nova Road, Ste. 103, Ormond Beach, FL 32174. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is 100 shares, having a par value of \$1.00 per share.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be Ronald N. Barnes. The street address of the initial registered office shall 495 S. Nova Road, Ste. 103, Ormond Beach, FL 32174.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

This corporation shall initially have two Directors. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Ronald N. Barnes	1504 Virginia Avenue Daytona Beach, FL 32114
Thomas F. Knowles	1504 Virginia Avenue Daytona Beach, FL 32114

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Ronald N. Barnes	1504 Virginia Avenue Daytona Beach, FL 32114

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI - PRE-EMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the

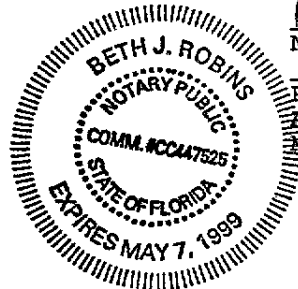
issuance of fractional shares) at the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 27th day of February, 1998.

Ronald Barnes

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 27th day of February, 1998 by RONALD N. BARNES, who is personally known to me or who has produced Id. D.L. as identification and who did take an oath.



Beth J. Robins  
Notary Public, State of Florida

Printed Notary Signature  
At Large  
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

That American Bartending Trainers, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Ormond Beach, State of Florida, has named Ronald N. Barnes, located at 495 S. Nova Rd., Suite 103 Ormond Bch State of Florida, as its Agent to accept service of process within Florida.

Ronald Barnes  
(Corporate Officer)

Title: Pres

Date: 2/27/98

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Ronald Barnes  
(Resident Agent)

Date: 2/27/98

FILED  
98 MAR -5 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA