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2/15/98

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

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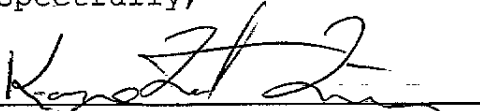
Dear Secretary of State:

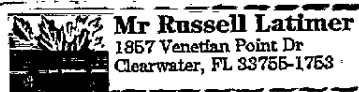
Office Use Only

Enclosed find one original and a copy of the Articles of
Family Fun Pubs, Inc.

Also find enclosed a check made payable to the Secretary
of State in the amount of \$ 122.50 which includes the
statutory filing fee. Your assistance in establishing the
corporation to be known as Family Fun Pubs, Inc. is
appriciated.

Respectfully,


Secretary



FILED
98 MAR 16 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. Hall

MAR 1 8 1998

ARTICLES OF INCORPORATION
OF
FAMILY FUN PUBS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is FAMILY FUN PUBS, INC. and it's principal office and mailing address is 1857 Venetian Point Drive, Clearwater, FL. 33755.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have the authority to issue is 10,000 with the par value of one dollar (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares a consideration of the value of \$1000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 1857 Venetian Point Drive, Clearwater, Florida 33755 and the name of its initial registered agent at such address is Hope Lewis.

Registered agent's acceptance.



ARTICLE SEVEN

The number of directors constituting the initial board of directors is 1, and the names and addresses of the person or persons who are to serve as directors

until the first annual meeting of the shareholders or until their successors are
elected and qualified are:

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Hope Lewis 1857 Venetian Point Drive, Clearwater, Fl. 33755

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE EIGHT

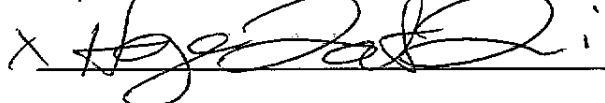
The Board of Directors is empowered to make, alter or repeal the Bylaws of the
corporation without restriction of their

powers conferred by statute.

ARTICLE NINE

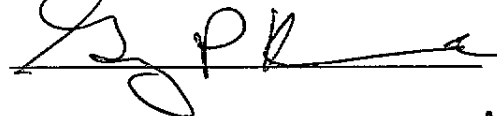
The name and address of each incorporator is:

Hope Lewis 1857 Venetian Point Drive, Clearwater, Fl. 33755.

X  Incorporator

State of Florida, County of Pinellas

Sworn to and Subscribed before me this 28 TH Day of Feb., 1998.



ARTICLE TEN



GUY P. KINNEN
MY COMMISSION # CC387348 EXPIRES
June 26, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

The powers and the obligations of the incorporators cease upon the
incorporating of the Articles of Incorporation.