

DATE

MAY 15, 1998

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

P 98000045859
Re: HUGHY O'BRIAN'S, Inc.

(Name of Corporation)

Gentlemen:

EFFECTIVE DATE

5-15-98

500002526825-6

-05/18/98--01039--012

****122.50 ****122.50

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.



(Individual's Name)

FILED
98 MAY 18 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
BRIAN R. STEVENS

HUGHY O'BRIAN'S INC.
(Name of Corporation)

MAILING ADDRESS OF CORPORATION

P.O. Box 104

FWB. FL. 32549

PHONE

(850) 244-0900

Area Code

Number

Ext.

F. CHESSE

MAY 21 1998

ARTICLES OF INCORPORATION
HUGHY O'BRIAN'S, INC.

EFFECTIVE DATE
5-15-98

FILED
MAY 18 AM 11:16
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE I. NAME

The name of this corporation is HUGHY O'BRIAN'S, INC.

ARTICLE II. DURATION

This corporation shall exist perpetually and shall come into existence on the date of execution and acknowledgement of these Articles.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of providing entertainment and recreation to the public and includes providing food and drink: wine, beer, and other alcoholic beverages.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of no par value common stock.

ARTICLE V. INITIAL REGISTERED OFFICE

The street address of the principal office of this corporation is 104 Perry Avenue, Fort Walton Beach, Florida, and the business mailing address is P.O. Box 104, Fort Walton Beach, Florida, 32549. The name of the initial registered agent of this corporation is Brian R. Stevens and his address is 210 Pelham Rd. 214B, Fort Walton Beach, Fl. 32547.

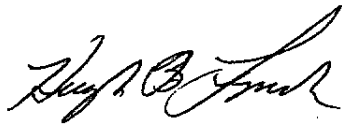
ARTICLE VI. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate power shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation.

ARTICLE VII. INCORPORATORS

The name and address of the persons signing these articles are
Brian R. Stevens, 210 Pelham Rd.214B, Fort Walton Beach, Florida
32547, and Hugh B. Lynch, 122 Edna Drive, Crestview, Florida 32536.

IN WITNESS WHEREOF, the undersigned incorporators have executed these
Articles of Incorporation on this 15th day of May, 1998.



HUGH B. LYNCH




BRIAN R. STEVENS

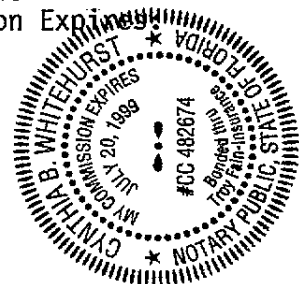
STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, a Notary Public, authorized to take acknowledgements in the
State and County set forth above, personally appeared Hugh B. Lynch and
Brian R. Stevens, known by me to be the persons who executed the
foregoing Articles of Incorporation, and they acknowledged before me
that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, in the State and County aforesaid, this 15th day of May, 1998.

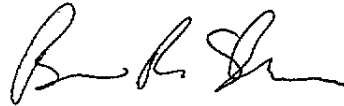


NOTARY PUBLIC
My Commission Expires



OATH OF RESIDENT AGENT

I, Brian R. Stevens, having been named to accept service of process for HUGHY O'BRIAN'S, INC., at 104 Perry Avenue, Fort Walton Beach, Florida 32548, hereby accept responsibility to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.



Brian R. Stevens

Sworn to and subscribed before me, this 15th day of May, 1998.



Notary Public
My Commission Expires



FILED
98 MAY 18 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA