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Law Office of
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 22 PM 1:27

P.O. Box 6003
402 Seabreeze Blvd., Suite H
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January 18, 1999

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

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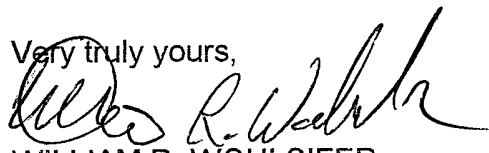
RE: Incorporation of Traylan, Inc.

Dear Secretary of State:

Please file the enclosed Articles of Incorporation for Traylan, Inc. and Certificate Designating Registered Agent. My check for \$70.00 is enclosed for your service. Please return a copy of the recorded articles in the enclosed S.A.S.E.

If you need anything additional or have any questions, please do not hesitate to contact me.

Very truly yours,


WILLIAM R. WOHLISIFER

Encs.

B. BROWN JAN 27 1999

ARTICLES OF INCORPORATION OF

Traylan, Inc.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE ONE NAME & ADDRESS

The name of the corporation is Traylan, Inc. Its principal office and place of business is located at: 1900 S. Glencoe Road, New Smyrna Beach, Florida 32168.

ARTICLE TWO CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the retail sale of liquor ordinarily performed in the cocktail lounge business.
2. To provide entertainment, professional audio and theatrical lighting for entertainment and dancing.
3. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or 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.
4. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE FIVE
REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of the corporation is 1900 S. Glencoe Road, New Smyrna Beach, Florida 32168, and the name and address of its initial registered agent is William R. Wohlsifer, P.A., 402 Seabreeze Blvd., Suite H, Daytona Beach, FL 32118.

**ARTICLE SIX
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of the person who is to serve as the sole director is:

Theresa A. Jodice, Sole Director
1900 S. Glencoe Road
New Smyrna Beach, FL 32168

**ARTICLE SEVEN
INITIAL OFFICERS**

The initial officers of the corporation shall be as follows:

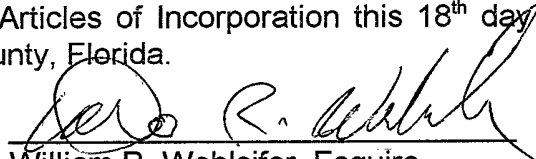
Theresa A. Jodice, President, Vice President, Secretary, Treasurer
1900 S. Glencoe Road
New Smyrna Beach, FL 32168

INCORPORATORS

The name and address of the incorporator is:

William R. Wohlsifer, P.A., 402 Seabreeze Blvd., Suite H, Daytona Beach, FL 32118.

The undersigned has executed these Articles of Incorporation this 18th day of January 1999, at Daytona Beach, Volusia County, Florida.


William R. Wohlsifer, Esquire

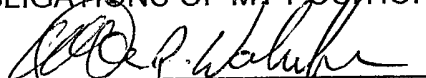
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida

1. The name of the corporation is: **Traylan, Inc.**
2. The name and street address of the registered agent and office is:

**William Wohlsifer, P.A.
402 Seabreeze Blvd., Suite H
Daytona Beach, Florida 32118**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


William R. Wohlsifer

Dated: 1-18-99

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