

SMITH
SAUER
& DEMARIA

ATTORNEYS AT LAW

G. Thomas Smith
Board Certified
Real Estate Attorney

February 18, 1999

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-02/22/99--01124--008

Secretary of State
Corporate Records Division
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

RE: 818, Inc.

Dear Sir or Madam:

Enclosed please find the signed original and a copy of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of \$70.00 representing the filing fee.

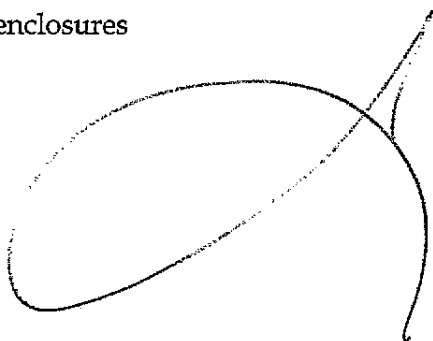
Please file the original of the enclosed Articles of Incorporation and return a date-stamped copy to me as evidence of filing. If you have any questions, please do not hesitate to call.

Sincerely,

Gloria Heckman

Gloria Heckman
Legal Assistant to
G. Thomas Smith

/enclosures



2/22

299A-8482

*****70.00 *****70.00

FILED
99 FEB 22 PM 3:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

818, INC.

FILED
99 FEB 22 PM 3:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 I-NAME

The name of this corporation is 818, Inc.

ARTICLE II-DURATION

This corporation shall have a perpetual existence, commencing on the date of filing with the Department of State.

ARTICLE III-PURPOSE

The general purposes for which the corporation is organized are:

(1) To establish, maintain, conduct and operate the business of a restaurant; to prepare and sell foods and beverages of all kinds and to do all things incidental and necessary to the operations of a restaurant.

(2) To conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this

corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition business.

ARTICLE IV-CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of 1.00 par value common stock.

ARTICLE V-INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of this corporation in the State of Florida is 4745 Peacock Drive, Pensacola, Florida. The name of the initial registered agent for the corporation at that address is Tzy-Yn Hua. The principal office of the corporation shall be 1070 Palisades Road, Pensacola, Florida.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is two (2). The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Minh Hua	4745 Peacock Drive, Pensacola, FL 32503
Tzy-Yn Hua	4745 Peacock Drive, Pensacola, FL 32503

ARTICLES VII-INCORPORATORS

The names and street addresses of the incorporators signing these Articles of Incorporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Tzy-Yn Hua	4745 Peacock Drive, Pensacola, FL 32503

ARTICLE VIII-BYLAWS

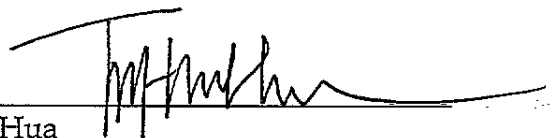
The power to adopt, alter, amend, or repeal bylaws of this corporation shall be vested in the Board of Directors and the shareholders.

ARTICLE IX-AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 17th day of February, 1999.

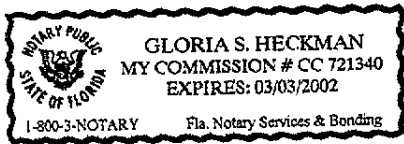
Tzy-Yn Hua



STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared Tzy-Yn Hua, who is personally known to me or produced a _____ as identification and who executed the foregoing Articles of Incorporation, and she acknowledges that she subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County, and State last aforesaid this 17th day of February, 1999.



Gloria S. Heckman
Printed Name: Gloria S. Heckman
Notary Public Stamp:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment of Registered Agent of 818, Inc., which is contained in the foregoing Articles of Incorporation. The undersigned is familiar with, and accepts, the obligations provided for in Section 607.0505 of the Florida Statutes.

Tzy-Yn Hua

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SECRETARY OF STATE
TALLAHASSEE FLORIDA