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ARTICLES OF INCORPORATION

OF

SEABREEZE CAFE', INC.



ARTICLE I - NAME

The name of this Corporation is SEABREEZE CAFE', INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSES

This Corporation is organized to include the transaction of any or all lawful business for which Corporations may be Incorporated under Chapter 607, Florida Statutes (1975) as presently enacted and as it may be amended from time to time.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1000 Shares of \$1.00 par value common stock, which shall be designated as "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock or authorized but unissued stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of an initial Registered Office of this Corporation is 322 SEABREEZE BLVD.; DAYTONA BEACH, FL 32118 and the name of the initial Registered Agent of this Corporation at that address is WILLIAM JOSEPH MILLER. The principal address and the Registered Office are the same.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

NAME

ADDRESS

WILLIAM JOSEPH MILLER

322 SEABREEZE BLVD. DAYTONA BEACH, FI 32118

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles is:
WILLIAM JOSEPH MILLER; 322 SEABREEZE BLVD.; DAYTONA
BEACH, FL 32118.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

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

William Joseph Miller
WILLIAM JOSPEH MILLER

CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Florida Statute 48.091, SEABREEZE CAFE', INC.

desiring to organize under the laws of the State of Florida, hereby

designates WILLIAM JOSEPH MILLER, located at 322 SEABREEZE

BLVD.; DAYTONA BEACH, FLORIDA 32118 as it's Registered Agent to

accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as Registered Agent to accept service of process for the above named Corporation, at the place designated above, and agrees to comply with the provisions of Florida Statutes 48.091(3) relative to maintaining an office for the service of process.

<u>Milliam Joseph Milleo</u> WILLIAM JOSEPH MILLER