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HAL SPENCE, P.A.

Attorney at Law

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July 14, 1999

VIA FEDERAL EXPRESS

Department of State  
Corporate Records Bureau  
409 E. Gaines Street  
Tallahassee, FL 32301

400002332174--8  
-07/15/99--01054--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: McK'S OF DAYTONA, INC.

Dear Sir:

Enclosed is the original and one copy of the Articles of Incorporation of the above corporation. We have also enclosed a check in the amount of \$78.75 for the filing and one certified copy fee. This document is being sent to you via Federal Express in order for the corporate existence to commence as of the date of the acknowledgment of the Articles of Incorporation.

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to contact my office.

Very truly yours,



Hal Spence

HS/jlf

Enclosures

cf: Mr. Brandon M. McKenney

FILED  
99 JUL 15 AM 9:01  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
7-14-99

gfc 7/23

ARTICLES OF INCORPORATION

OF

McK'S OF DAYTONA, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**Article 1. Name.** The name of the Corporation is: McK'S OF DAYTONA, INC.

**Article 2. Address of principal office.** The address of the principal office and the mailing address of the corporation is 218 S. Beach Street, Daytona Beach, FL 32114.

**Article 3. Duration.** The duration of the Corporation is perpetual.

**Article 4. Purpose.** The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**Article 5. Capital Stock.** The aggregate number of shares which the Corporation is authorized to issue is 75,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

**Article 6. Initial Registered Office and Agent.** The initial Registered Agent is Brandon M. McKenney and the street address of the initial Registered Office of the Corporation is 218 S. Beach Street, Daytona Beach, FL 32114.

**Article 7. Initial Board of Directors.** The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

James R. Beirnes  
3000 Dundee Road, Suite 413  
Northbrook, IL 60062

EFFECTIVE DATE  
7-14-99

FILED  
99 JUL 15 AM 9:09  
TALLAHASSEE, FLORIDA

**Article 8. Incorporators.** The name and address of each  
Incorporator is as follows:

Brandon M. McKenney  
218 S. Beach Street  
Daytona Beach, FL 32114

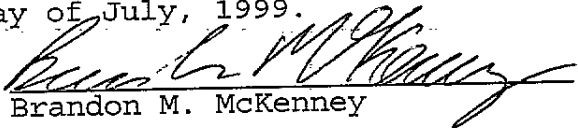
**Articles 9. Amendment.** The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

**Article 10. Indemnification.** The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

**Article 11. Bylaws.** The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

**Article 12. Commencement of Corporate Existence.** In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 14 day of July, 1999.

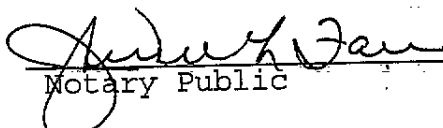
  
Brandon M. McKenney

STATE OF FLORIDA  
COUNTY OF VOLUSIA

Before me personally appeared **BRANDON M. MCKENNEY** to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 14<sup>th</sup> day of July, 1999.

My commission expires:

  
Notary Public

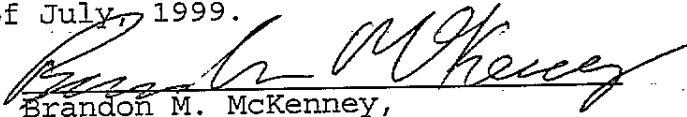


Jewell L. Fair  
MY COMMISSION # CC785625 EXPIRES  
January 31, 2003  
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of **McK'S OF DAYTONA, INC.**, which is contained in the foregoing Articles of Incorporation.

DATED this 14 day of July, 1999.

  
Brandon M. McKenney,  
Registered Agent

**FILED**  
99 JUL 15 AM 9:01  
TALLAHASSEE, FLORIDA  
CLERK OF STATE