417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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|                                 | Art of Inc. File  LTD Partnership File  Foreign Corp. File  L.C. File  Fictitious Name File  Trade/Service Mark  Merger File  Art. of Amend. File  RA Resignation  Dissolution / Withdrawal  Annual Report / Reinstatement  Cert. Copy  Photo Copy  Certificate of Good Standing  Certificate of Fictitious Name  Corp Record Search  Officer Search  Officer Search |
| Signature                       | Fictitious Search  Fictitious Owner Search  Vehicle Search   |
| Requested by:  Name  Date  Time | UCC 11 Search  UCC 11 Retrieval  |
| Walk-In Will Pick Up            | Courier \times \tau \tau \tau \tau \tau \tau \tau \tau   |

EFFECTIVE DATE
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ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF COSPORATIONS

99 OCT -7 PH 12: 26

OF

## WATERWAY RESTAURANT, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: The name of the corporation is WATERWAY RESTAURANT, INC.

ARTICLE II: The corporation shall exist for perpetuity commencing on the date of execution of these Articles.

ARTICLE III: This corporation is organized for any and all lawful business allowed under the laws of the State of Florida or the United States of America.

**ARTICLE IV:** The corporation is authorized to issue 500 shares of common stock, with a par value of \$1,00 each.

ARTICLE V: The street address of the initial registered office of this corporation is 50 North A1A, Suite 103, Ponte Vedra Beach, Florida 32082, and the name of the initial registered agent of the corporation at that address is BARTLETT & HEEKIN, P.A.

**ARTICLE VI:** The principal place of business of this corporation shall be 2321 Beach Boulevard, Jacksonville Beach, Florida 32250.

ARTICLE VII: This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

## WILLIAM L. CISSEL 2321 BEACH BOULEVARD JACKSONVILLE BEACH, FLORIDA 32250

ARTICLE VII: The name and address of the person signing these Articles is Blake F. Deal, III, of BARTLETT & HEEKIN, P.A., 50 North A1A, Suite 103, Ponte Vedra Beach, Florida 32082.

**ARTICLE IX:** The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X: The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10 day of October, 1999.

BARTLETT & HEEKIN, P.A.

BLAKE F. DEAL, III

STATE OF FLORIDA COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared BLAKE F. DEAL, III of BARTLETT & HEEKIN, P.A., to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to me that he executed said Articles freely and voluntarily and for the purposes expressed therein.

WITNESS my hand and seal this 6th day of October, 1999.

Teri L Eyler
My Commission CC817170
Expires March 14, 2003

NOTARY PUBLIC

FILEO SECKETARY OF STATE DIVISION OF CORPORATIONS

99 OCT -7 PH 12: 26

## **ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED to accept service of process for WATERWAY RESTAURANT, INC. at the place designated in the Articles of Incorporation, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relating to the property in complete performance of my duties.

Dated this 6 day of October, 1999.

BARTLETT & HEEKIN, P.A.

BLAKE T DEAL JU