

BRUCE BRASHEAR
Counselor At Law

P97000047806

920 N.W. 8th Avenue, Suite A
Gainesville, FL 32601
voice: 352/336-0800
fax: 352/336-0505
e-mail: bruce@afn.org

May 23, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-05/27/97--01100--015
***122.50 ***122.50

RE: BBQ INVERNESS, INC.

Gentlemen:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, as well as our check in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	52.50

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,

Carrie Fagan, Legal Assistant
to Bruce Brashear, Esq.

FILED
97 MAY 27 AM 9:14
DEPT. OF STATE
TALLAHASSEE, FLORIDA

Enclosures

AL MAY 30 1997

ARTICLES OF INCORPORATION
OF
BBQ INVERNESS, INC.

FILED

97 MAY 27 AM 9:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name. The name of this Corporation is BBQ INVERNESS, INC.

Article II

Principal Office. The address of the principal office of the Corporation is 3550 S.E. 25th Avenue, Ocala, FL 34471.

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of the filing of these articles.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue One Hundred (100) shares of \$.01 par value common stock.

Article VI

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 3550 S.E. 25th Avenue, Ocala, FL 34471, and the name of the initial registered agent of this Corporation is John W. Kirkpatrick, IV.

Article VIII

Initial Board of Directors. The Corporation shall have three (3) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

John W. Kirkpatrick, IV
3550 S.E. 25th Avenue
Ocala, FL 34471

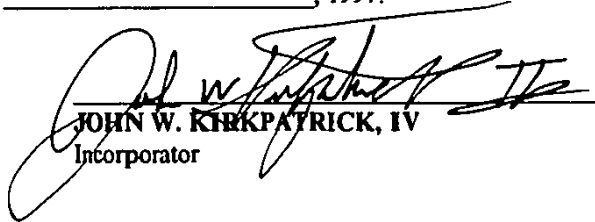
John W. Kirkpatrick, III
2531 N. W. 43rd St., Bldg. D
Gainesville, FL 32606

Wesley Dixon
P.O. Box 133
McIntosh, FL 32664

Article IX

Incorporator. The name and address of the person signing these Articles is John W. Kirkpatrick, IV, 3550 S.E. 25th Avenue, Ocala, FL 34471.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14 day of May, 1997.



JOHN W. KIRKPATRICK, IV
Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

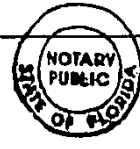
The foregoing instrument was acknowledged before me this 14 day of May, 1997, by JOHN W. KIRKPATRICK, IV, who is personally known to me ~~but who has produced Florida Driver License~~ as identification, and who says that he is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 14 day of May, 1997

(SEAL)


Notary Public

Printed Name
My Commission Expires:

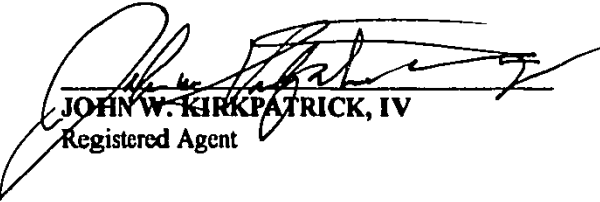


BRUCE BRASHEAR
My Comm Exp. 3/16/98
Bonded By Service Ins
No. CC356504
 Personally Known Other

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of BBQ INVERNESS, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 14th day of May, 1997.


JOHN W. KIRKPATRICK, IV
Registered Agent

FILED
97 MAY 27 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA