

Division of Corporations

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Florida Department of State
Division of Corporations
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From:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

The Black Box Bar-B-Que, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
THE BLACK BOX BAR-B-QUE, INC.**

ARTICLE I - NAME

The name of this corporation is The Black Box Bar-B-Que, Inc., a Florida Corporation.

ARTICLE II - DURATION

This corporation shall have perpetual existence and this existence shall commence on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSES

The general purposes for which this corporation is organized are:

1. To operate a restaurant and catering business.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation act or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business; and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK which shall be designated "Common Stock".

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 5324 Fallingwater Drive, Orlando, FL 32818, and the name of the initial registered agent of this corporation is C. J. Jones, whose address is 5324 Fallingwater Drive, Orlando, FL 32818.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one 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. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
C. J. Jones	5324 Fallingwater Drive, Orlando, FL 32818

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is the Incorporator, C. J. Jones, whose address is 5324 Fallingwater Drive, Orlando, FL 32818.

ARTICLE VIII - ACTION BY DIRECTORS WITHOUT A MEETING

The Stockholder and Director of this corporation may take action by written consent as provided by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE X - CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions 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 Incorporator and Registered Agent have executed these Articles of Incorporation this the 3rd day of May, 2000.

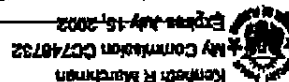


C. J. Jones
Incorporator

STATE OF FLORIDA)
)
COUNTY OF ORANGE)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared C. J. Jones, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this the 3rd day of May, 2000.



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ACCEPTANCE

I HEREBY CERTIFY that I am a permanent resident of Orange County, Florida, residing
at the place indicated above and I hereby accept the foregoing designation as Registered Agent.


C. J. Jones

Registered Agent

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