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CORPORATE
ACCESS,
INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILING

1.) Florbraska Restaurant Group Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
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4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

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3

ARTICLES OF INCORPORATION

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt (s) the following Articles of Incorporation. In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Floribraska Restaurant Group, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1928 Tangledvine Drive
Wesley Chapel, Fl. 33543

ARTICLE III PURPOSE

The purpose for which this corporation is organized is:

The operation and franchising of restaurants under the Trade name "Spanky's"
A complete Franchising Plan will be planned and initiated within the first 90 days.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

75,000 shares at a par value of \$1.00

The initial voting shares are as follows where one share equals one vote.

Randy A Wilson Sr	25,000 shares
Tim Lemaster	25,000 shares
Randy A Wilson Jr	4,167 shares
Linda Wilson-Weichbrodt	4,167 shares
John Cooper	4,166 shares
Ed Sabata	12,500 shares

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ARTICLE V OFFICERS/DIRECTORS

The initial officers/directors of the corporation shall be:

Randy A Wilson Sr/Pres.	1928 Tangledvine Drive	Wesley Chapel, Fl
Tim Lemaster/Sec.-Trea.	1906 Tangledvine Drive	Wesley Chapel, Fl
Randy A Wilson Jr.	1630 Prairie Lane	Lincoln, Ne
Ed Sabata	2209 N. Cotner	Lincoln, Ne
John Cooper	5201 Braemer Road	Lincoln, Ne
Linda Wilson-Weichbrodt	6400 Fremont St	Lincoln, Ne

ARTICLE VI REGISTERED AGENT

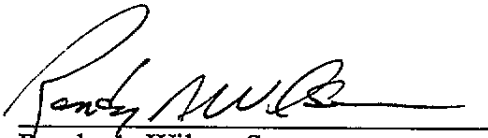
The name and Florida street address of the Registered Agent is:

Randy A. Wilson Sr.
1928 Tangledvine Drive
Wesley Chapel, Fl 33543

ARTICLE VII INCORPORATOR

The Name and address of the incorporator is:

Randy A. Wilson Sr.
1928 Tangledvine Drive
Wesley Chapel, Fl 33543


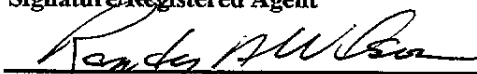

Randy A. Wilson Sr.

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

 Signature/Registered Agent	6/8/00 Date
 Signature/Incorporator	6/8/00 Date