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October 18, 2000

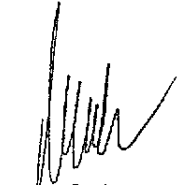
Florida Secretary of State
New Corporations Division
409 E. Gaines St.
Tallahassee, FL 32399

800003435928--3
-10/23/00--01131-014
*****78.75 *****78.75

Re: RON DON'S FAMILY RESTAURANT, INC.

Dear Sir:

Enclosed are the Articles of Incorporation on the above. Please file and issue a certified copy. Enclosed is my check for \$78.75.



Randall N. Thornton

encl.

FILED
00 OCT 23 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch OCT 25 2000

FILED

00 OCT 23 AM 9:13

ARTICLES OF INCORPORATION
OF
RON DON'S FAMILY RESTAURANT, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is RON DON'S FAMILY RESTAURANT, INC.

ARTICLE II. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date these articles of incorporation are filed with the Department of State of Florida.

ARTICLE IV. CAPITAL STOCK

The capital stock of the corporation shall be 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the corporation shall be 206 S. Main St. Bushnell, Fl 33513, and the mailing address shall be the same.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The mailing address of the initial registered office of this corporation is 206 S. Main St. Bushnell, Fl 33513, and the mailing address shall be 206 S. Main St. Bushnell, Fl 33513. The name of the initial registered agent at that address is RONNIE M. BARTLEY.

ARTICLE VII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as subscriber is:
RONNIE M. BARTLEY

206 S. Main St.
Bushnell, Fl 33513

ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify any present or former officer, or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any

provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on this 20th day of October, 2000.

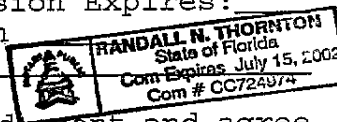
Ronnie M. Bartley
RONNIE M. BARTLEY

STATE OF FLORIDA
COUNTY OF SUMTER

The foregoing instrument was acknowledged before me on the 20th day of October, 2000, by RONNIE M. BARTLEY.

[Signature]
Notary Public, State of FL
My Commission Expires:

Personally known ✓ or produced identification
Type of identification produced _____



I hereby accept the appointment as registered agent and agree to act in this capacity for the foregoing corporations.

Ronnie M. Bartley
RONNIE M. BARTLEY

STATE OF FLORIDA
COUNTY OF SUMTER

The foregoing instrument was acknowledged before me on the 20th day of October, 2000, by RONNIE M. BARTLEY.

[Signature]
Notary Public, State of FL
My Commission Expires:

Personally known ✓ or produced identification
Type of identification produced _____

