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WILLIAM H. WEBSTER

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Courthouse Square*

*No. 7 High Drive
Crawfordville, FL 32327*

APPROVED
AND
FILED
01 FEB 20 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Ph. 850/926-7663
Fax. 850/926-7274

February 20, 2001

Barton D. Parish, M.D.
12 Palomino Road
Crawfordville, Florida 32327

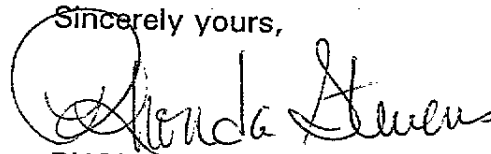
RE: Floppy Chicken, Inc.

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-02/20/01--01062--015
*****78.75 *****78.75

Dear Dr. Parish,

Enclosed please find the Articles of Incorporation and the Certificate of Designation with regard to the above matter. The names B&R, Inc. and B&R Enterprises, Inc. were unavailable. Therefore your incorporation paperwork has been prepared in the name of FLOPPY CHICKEN, INC. You will find the Secretary of State, Division of Corporations office in the George Firestone Building at 409 East Gaines Street, Tallahassee, Florida. Their telephone number is 488-9000 and the filing fee will be \$78.75. If you have any questions, please call.

Sincerely yours,



RHONDA STEVENS
Secretary to
WILLIAM H. WEBSTER

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2-20-01
10-00-01
11W

**ARTICLES OF INCORPORATION
OF
FLOPPY CHICKEN, INC.**

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AND
FILED
01 FEB 20 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation shall be FLOPPY CHICKEN, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 12 Palomino Road, Crawfordville, Florida 32327.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares with \$5.00 par value per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is BARTON D. PARISH, 12 Palomino Road, Crawfordville, Florida 32327.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is, BARTON D. PARISH, 12 Palomino Road, Crawfordville, Florida 32327

ARTICLE VI - OFFICERS

The name and address of the initial officer of this corporation shall be BARTON D. PARISH, President, Secretary and Treasurer, 12 Palomino Road, Crawfordville, Florida 32327.

ARTICLE VII - PURPOSE

The purpose of this corporation shall be to perform any act which is legal under the laws of the State of Florida and of the United States of America.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall be authorized to indemnify any officer for any act performed on behalf of the corporation.

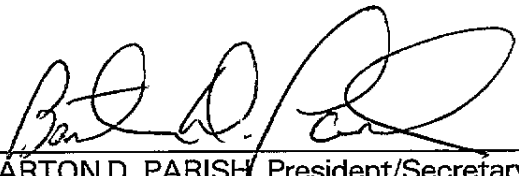
ARTICLE IX - AMENDMENT

These Articles of Incorporation and the Bylaws of this Corporation may be amended at any time by a majority vote of the stockholders of this Corporation.

ARTICLE X - CORPORATE OPERATION

The affairs of the corporation shall be managed by the officers of the corporation, who shall be elected by the stockholders at least annually and who may be removed by the stockholders at any time - all by majority vote of the stockholders.


The undersigned has executed these Articles of Incorporation this 20th day of February, 2001.


BARTON D. PARISH, President/Secretary/
Treasurer

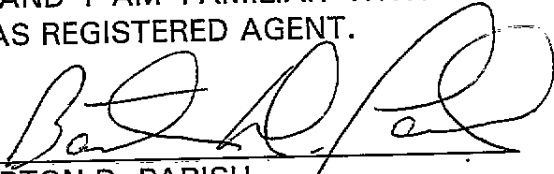
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is FLOPPY CHICKEN, INC.
2. The name and address of the registered agent and office is, BARTON D. PARISH,
12 Palomino Road, Crawfordville, Florida 32327.


BARTON D. PARISH
President/Secretary/Treasurer
Date: 2/20/2001

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


BARTON D. PARISH
Date: 2/20/2001

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TALLAHASSEE, FLORIDA