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SCOTT R. CORBETT, LLM (Taxation)
DONALD R. CORBETT (1929-1992)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 AUG 23 AM 9:58

August 20, 2002

Department of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

600007318976--7
-08/23/02--01076--002
157.50 **78.75

Re: Cecil's Texas Style BBQ Franchise Systems, Inc.
Foodservice International, Inc.

EFFECTIVE DATE
8-20-02

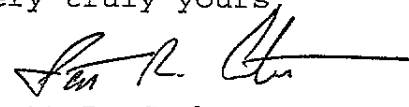
Gentlemen:

Enclosed please find the original Articles of Incorporation for the above-named proposed Florida corporations. Also enclosed is a check in the amount of \$157.50, representing payment of the following fees:

Filing fees (2)	\$70.00
Registered agent fee (2)	\$70.00
Certificates of status fee (2)	\$17.50

Please file the enclosed Articles of Incorporation and return the certificates of status to the undersigned.

Very truly yours



Scott R. Corbett

SRC/ms
enc.

8-26-02
WC

ARTICLES OF INCORPORATION
OF
CECIL'S TEXAS STYLE BBQ FRANCHISE SYSTEMS, INC.

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Article I - Name

The name of this corporation is Cecil's Texas Style BBQ Franchise Systems, Inc.

Article II - Duration

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

Article III - Purpose

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

Article IV - Mailing Address

The mailing address of this corporation is 2800 S. Orange Avenue, Orlando, Florida 32806.

Article V - Capital Stock

This Corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article VI - Initial Registered Office
and Registered Agent

The street address of the initial registered office of this corporation is 1501 W. Colonial Drive, Orlando, Florida 32804, and the name of the initial registered agent of this corporation is Scott R. Corbett.

Article VII - Initial Board of Directors

This corporation shall have one (1) 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 (1). The name and address of the initial director of this corporation is as follows:

Michael T. Reaves
3508 Marston Drive
Orlando, FL 32812

Article VIII - Incorporator


The name and address of the person signing these Articles is:

Michael T. Reaves
3508 Marston Drive
Orlando, FL 32812

Article IX - 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.

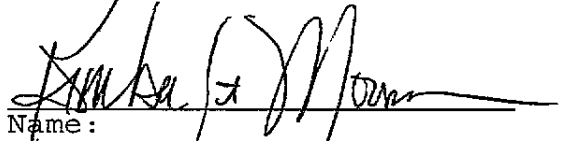
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of August, 2002.


Michael T. Reaves

STATE OF FLORIDA:
COUNTY OF ORANGE:

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Michael T. Reaves, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid, this 20th day of August, 2002.


Name:

Notary Public, State of Florida
My Commission expires:



Kimberly A. Morrison
Commission # DD 008672
Expires June 12, 2004
Bonded Through
Atlantic Bonding Co., Inc.

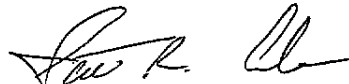
CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to Section 48.091 and Section 607.034(3), Florida Statutes, the following is submitted in compliance with said sections:

Cecil's Texas Style BBQ Franchise Systems, Inc., desiring to organize under the laws of the State of Florida, has named Scott R. Corbett as its registered agent to accept service of process within this state, who is located at the following address: 1501 W. Colonial Drive, Orlando, FL 32804.

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of said sections relative to keeping open the registered office.



Registered Agent

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