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KIESEL, HUGHES & JOHNSTON

ATTORNEYS AT LAW

2121 MCGREGOR BOULEVARD, FORT MYERS, FLORIDA 33901

A. JOHN HUGHES, JR. (239) 337-4500
RICHARD JOHNSTON, JR. (239) 337-3900
THOMAS F. KIESEL (239) 334-1800

REPLY TO: POST OFFICE BOX 1000
FORT MYERS, FLORIDA 33902
FACSIMILE (239) 337-7968

August 14, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/27/02--01038--008
*****78.75 *****78.75

Re: RIB KING BAR B Q, INC.

Dear Sirs:

In regard to the above-referenced corporation, you will please find enclosed the following:

1. Original and one copy of Articles of Incorporation,
2. Check in the amount of \$78.75, to cover the following:

Filing Fee:	\$ 35.00
Registered Agent:	\$ 35.00
Certified Copy:	\$ 8.75

TOTAL AMOUNT: \$ 78.75

Please file these Articles of Incorporation and forward a certified copy to the undersigned at your earliest convenience. Thank you for your assistance.

Very truly yours,



Thomas F. Kiesel

TFK/ms

Enclosures: as stated
cc: DON HANEY

FILED
AUG 27 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 8/29

ARTICLES OF INCORPORATION
OF
RIB KING BAR*B*Q, INC.

FILED

02 AUG 27 AM 9:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of this corporation is RIB KING BAR*B*Q, INC., and its address is 13101 N. Cleveland Ave, North Fort Myers, FL.

ARTICLE II

Purpose

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

ARTICLE III

Capital Stock

This corporation is authorized to issue 1000 shares of One Dollars (\$1.00) par value common stock.

ARTICLE IV

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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2121 McGregor Blvd., Fort Myers, FL, and the name

of the initial registered agent of this corporation at that address is Thomas F. Kiesel.

ARTICLE VI

Initial Board of Directors

This corporation shall have four (4) director(s) 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 . The name and addresses of the initial director of this corporation who shall hold office, unless otherwise provided in the duly adopted bylaws of this corporation, for the first year of existence of the corporation or until their successors are elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Don E. Haney	13101 N. Cleveland Ave North Fort Myers, FL 33903
Earl F. Gill	1593 Manchester Blvd. Fort Myers, FL 33919
Thomas J. Hayden	5810 Sunnyside Lane Fort Myers, FL 33919
Thomas F. Kiesel	2121 McGregor Blvd. Fort Myers, FL 33901

ARTICLE VII

Initial Officers

The name and post office address of the President, Vice-President, and Secretary-Treasurer who shall hold office for the first year of existence of the corporation, or until their successors are elected pursuant to the corporate by-laws, are as

follows:

<u>NAME & ADDRESS</u>	<u>OFFICE</u>
Don E. Haney	President
Earl F. Gill	Vice President
Thomas J. Hayden	Secretary and Treasurer

ARTICLE VIII

Incorporator

The name(s) and address(es) of the person(s) signing these Articles as subscriber(s) to the corporation, together with the number of shares each agrees to take, are as follows:

<u>NAME & ADDRESS</u>	<u>NUMBER OF SHARES</u>
Don E. Haney	30
Earl F. Gill	24 1/2
Thomas J. Hayden	24 1/2
Thomas F. Kiesel	21

ARTICLE IX

By-Laws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Meeting by Conference Telephone

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of

Directors must be attended in fact in person by each member.

ARTICLE XI

Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII

Compensation

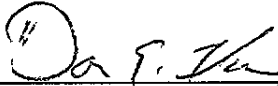
The directors and all other officers of this corporation shall serve without compensation, unless expressly otherwise provided by unanimous vote of the Board of Directors.

ARTICLE XIII

Amendment

This corporation reserves the right to amend or repeal any provision 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 have executed these Articles of Incorporation this 14th day of August, 2002.


DON E. HANEY, Subscriber


EARL F. GILL, Subscriber

Thomas J. Hayden
THOMAS J. HAYDEN

Thomas F. Kiesel
THOMAS F. KIESEL

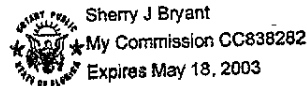
STATE OF FLORIDA

COUNTY OF LEE

Execution of the foregoing instrument was acknowledged before me this 14th day of August, 2002, by DON E. HANEY, who is (xx) personally known to me or who has () produced _____ as identification and who () did or (xv) did not take an oath.

Sherry J. Bryant
NOTARY PUBLIC

My commission expires:



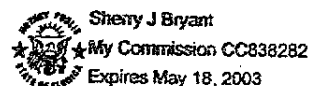
STATE OF FLORIDA

COUNTY OF LEE

Execution of the foregoing instrument was acknowledged before me this 14th day of August, 2002, by EARL F. GILL, who is (xx) personally known to me or who has () produced _____ as identification and who () did or (xx) did not take an oath.

Sherry J. Bryant
NOTARY PUBLIC

My commission expires:



STATE OF FLORIDA

COUNTY OF LEE

Execution of the foregoing instrument was acknowledged before me this 14th day of August, 2002, by THOMAS J. HAYDEN, who is

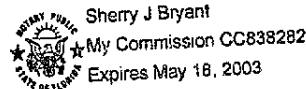
(☒) personally known to me or who has () produced

_____ as identification and who () did

or (☒) did not take an oath.

Sherry J. Bryant
NOTARY PUBLIC

My commission expires:



STATE OF FLORIDA

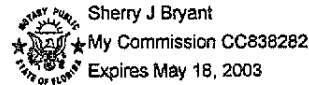
COUNTY OF LEE

Execution of the foregoing instrument was acknowledged before me this 14th day of August, 2002, by THOMAS F. KIESEL, who is (☒) personally known to me or who has () produced

_____ as identification and who () did
or (☒) did not take an oath.


Sherry J. Bryant
NOTARY PUBLIC

My commission expires:



ACKNOWLEDGMENT OF REGISTERED AND RESIDENT AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



THOMAS F. KIESEL, Registered Agent

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FILED
02 AUG 27 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA