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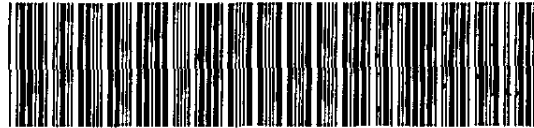
(Business Entity Name)

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LAW OFFICE

WHITE & CROUCH, P.A.

5303 SW 91 DRIVE, SUITE 200
GAINESVILLE, FLORIDA 32601

T. ALLEN CROUCH
RICHARD M. WHITE

TELEPHONE (352) 372-1011
TELECOPIER (352) 372-1023

BOARD CERTIFIED WILLS,
TRUSTS & ESTATES ATTORNEYS

June 7, 2004

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Hardee Family Enterprises, Inc.

To whom it may concern:

Enclosed is an original and one copy of the articles of incorporation for the referenced corporation and a check for \$87.50 for:

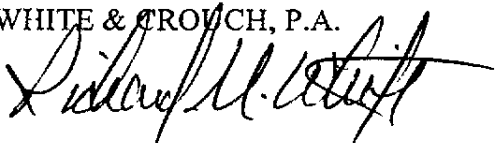
Filing fee:	\$35.00
Designation of Registered Agent:	\$35.00
Certified copy:	\$ 8.75
Certificate of Status:	\$ 8.75

Please return the certified copy and Certificate of Status to the undersigned.

Thank you for your assistance.

Yours truly,

WHITE & CROUCH, P.A.



Richard M. White

ARTICLES OF INCORPORATION
OF

HARDEE FAMILY ENTERPRISES, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is Hardee Family Enterprises, Inc..

ARTICLE II

The existence of the Corporation shall begin on June 11, 2004.

ARTICLE III

The street address of the principal office of the Corporation is 11751 NW 50 Ave., Chiefland, FL 32626. The mailing address is P.O. Box 1401, Chiefland, FL 32644.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1,000, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 5303 SW 91 Drive, Suite 200. The initial registered agent for the Corporation at that address is Richard M. White.

ARTICLE VI

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors is:

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

Name

Address

Christopher C. Hardee

P.O. Box 1401, Chiefland, FL 32644

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name

Address

Christopher C. Hardee

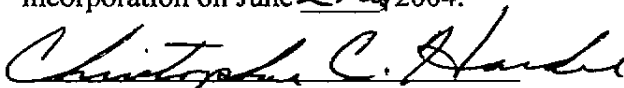
P.O. Box 1401, Chiefland, FL 32644

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CLERK OF COURT
JULY 1, 2004

ARTICLE VIII


The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on June 2nd 2004.


Christopher C. Hardee

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Hardee Family Enterprises, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Richard M. White

Date: June 7, 2004