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(Business Entity Name)

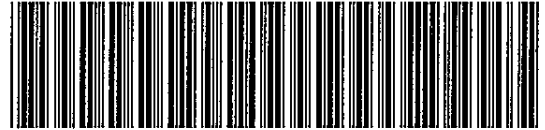
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05 MAR 16 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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3/24/05
BWK

Law Office

TIMOTHY M. GOAN, P.A.

CORPORATE PLAZA
1 CORPORATE DRIVE
SUITE 1-C
PALM COAST, FLORIDA 32137

TELEPHONE
(386) 445-9003
FACSIMILE
(386) 445-0540

March 14, 2005

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

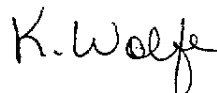
Re: B & B REAL PIT BAR B-Q & COFFEE SHOP

To Whom It May Concern:

Enclosed please find one original and copy of the Articles of Incorporation of **B & B REAL PIT BAR B-Q & COFFEE SHOP** for filing. Please file and return a certified copy of the Articles to this office. This firm's check in the amount of \$78.75 has already been received by your office, along with a self-addressed, stamped envelope. A copy of your letter to our office is also enclosed.

Thank you for your attention to this matter.

Sincerely,



Kristine M. Wolfe
Legal Assistant to Timothy M. Goan

Encl.

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05 MAR 16 AM 9:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

B & B REAL PIT BAR B-Q & COFFEE SHOP, INC.

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: **B & B REAL PIT BAR B-Q & COFFEE SHOP, INC.**

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is a restaurant and related services and every and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state of government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock with a nominal or par value of \$1.00. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 609 West King Street, St. Augustine, FL 32084. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased from time to time, by By-Laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the member of the first Board of Directors is:

Name

Address

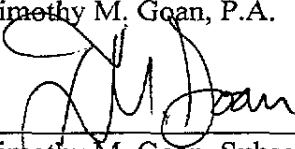
Clifford Blue, Jr.

609 West King Street
St. Augustine, FL 32084

ARTICLE IX. SUBSCRIBERS

The name and post office address of the subscriber of these Articles of Incorporation is as

follows:

<u>Name</u>	<u>Address</u>
Timothy M. Goan, P.A.  _____ Timothy M. Goan, Subscriber/ Incorporator	1 Corporate Drive, Suite 1-C Palm Coast, FL 32137

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be Clifford Blue, Jr., 609 West King Street, St. Augustine, FL 32084, to accept service of process within this State as to this corporation.

**B & B REAL PIT BAR B-Q & COFFEE
SHOP, INC.**

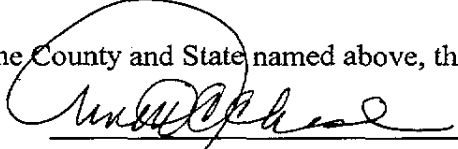
By: 

CLIFFORD BLUE, JR., President

STATE OF FLORIDA
COUNTY OF ST. JOHNS

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County aforementioned to take acknowledgments, personally appeared CLIFFORD BLUE, JR., to me personally known (or produced Florida drivers license) to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 9th day of March, 2005.



Notary Public, State of Florida
at Large

My Comm. is **Arnett G. Chase**
Commission # DD374243
Expires November 22, 2008
 Bonded Trust Plan - Insurance, Inc. 888-365-7010

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED;

FIRST: THAT B & B REAL PIT BAR B-Q & COFFEE SHOP, INC., DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT 609 WEST KING STREET, ST. AUGUSTINE, FL 32084,
ST. JOHNS COUNTY, STATE OF FLORIDA, AS ITS REGISTERED AGENT AND OFFICER
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

**B & B REAL PIT BAR B-Q & COFFEE
SHOP, INC.**

BY: 

CLIFFORD BLUE, JR., President

DATE: 3/9/05

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 I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

**B & B REAL PIT BAR B-Q & COFFEE
SHOP, INC.**

By: 

CLIFFORD BLUE, JR.
REGISTERED AGENT

DATE: 3/9/05