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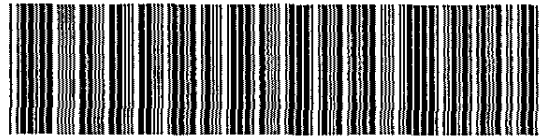
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300079757893

10/10/06--01035--012 **87.50

EFFECTIVE DATE

10-01-06

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10/10/06

B. McKnight OCT 10 2006

COVER LETTER

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

SUBJECT: Golden Corral of Panama City, Inc.
(PROPOSED CORPORATE NAME)

Enclosed are an original and two (2) copies of the articles of incorporation and a check for \$87.50 to cover the costs of the Filing Fee, Certified Copy and Certificate of Status.

FROM: Michael L. Barnes
105 East 23rd Street
Panama City, Florida 32405
(850) 872-9090

ARTICLES OF INCORPORATION
OF

Golden Corral of Panama City, Inc.

EFFECTIVE DATE

10-01-06

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 ("Corporation") is Golden Corral of Panama City, Inc.

ARTICLE II

The existence of the Corporation shall begin on October 1, 2006.

ARTICLE III

The street address of the principal office of the Corporation is 105 E. 23rd Street, Panama City, Florida 32405.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100 par value \$.01 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 105 East 23rd Street, Panama City, Florida 32405. The initial registered agent for the Corporation at that address is Michael Barnes.

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 names and addresses of the persons who will serve on the initial board of directors are:

Michael L. Barnes

1806 Rhode Island Avenue
Lynn Haven, Florida 32444

FILED
OCT 1 10 11 AM
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ARTICLE VII

The name(s) and street address(es) of the persons signing these articles of incorporation are:

Michael L. Barnes
1806 Rhode Island Avenue
Lynn Haven, Florida 32444


ARTICLE VIII

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

ARTICLE IX

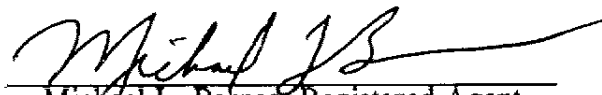
The corporation is formed with the express purpose of conducting any and all business allowed under Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on this 2nd day of October, 2006.


Michael L. Barnes, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Golden Corral of Panama City, Inc., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position under F.S. 607.0501(3), on this 29th day of June, 2006.


Michael L. Barnes, Registered Agent

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NOTARY PUBLIC
STATE OF FLORIDA