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Florida Department of State  
Division of Corporations  
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FLORIDA PROFIT/NON PROFIT CORPORATION

WP& KB, Inc.

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9-19-08  
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
WP & KB, INC.**

The undersigned person, having capacity to contract and acting as the incorporator of a corporation under Florida Statutes Chapters 607 and 621, adopts the following Charter for the corporation named above (the "Corporation"):

1. The name of the Corporation is:  
WP & KB, Inc.
2. The street address and zip code of the initial principal office of the Corporation is:  
95 Laura Hamilton Blvd., Unit C4  
Santa Rosa Beach, Florida 32459
3. The purpose or purposes for which the Corporation is organized are as follows:
  - (a) To engage in the food service business; and
  - (b) To engage in any other activity permitted by the laws of the State of Florida and the United States.
4. The maximum number of shares which the Corporation is authorized to issue is One Hundred (100) shares, designated common shares all without par value. Such shares shall be of one class that together have unlimited voting rights and are entitled to receive the net assets of the Corporation upon dissolution. All of such shares shall have identical preferences, limitations and relative rights.
5. The following individuals are the directors and/or initial officers of the Corporation, each designated as such after their names, respectively:

Paul Bernard Billings (Director, President)  
1113 Twin Springs Drive  
Brentwood, Tennessee 37027

Kenneth Layne Billings (Director, Executive Vice President)  
2705 Scenic View Hwy. 98, Unit 31  
Destin, Florida 32451-3415

William Peden Carithers (Director, Executive Vice President)  
5312 Yosemite Trail  
Knoxville, Tennessee 37909

Samantha Billings (Secretary)  
102 Tate Point  
Knoxville, Tennessee 37923

6. The name and street address for the initial registered agent of the Corporation is:

Craig Stinson Robinson  
38 South 8<sup>th</sup> Street  
DeFuniak Springs, Florida 32435

7. The name and address for the incorporator is:

Kyle Andrew Baisley  
900 S. Gay Street, Suite 2200  
Knoxville, Tennessee 37902

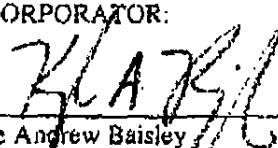
Dated this 18<sup>th</sup> day of September, 2008.

REGISTERED AGENT:

  
\_\_\_\_\_  
Craig Stinson Robinson

Date: 09-18-08

INCORPORATOR:

  
\_\_\_\_\_  
Kyle Andrew Baisley

Date: 9/18/08

This instrument prepared by:

BAKER, DONELSON, BEARMAN,  
CALDWELL & BERKOWITZ  
900 South Gay Street  
Suite 2200  
Knoxville, Tennessee 37902  
(865) 549-7000