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P96000034325

ACCOUNT NO. : 072100000032

REFERENCE : 924621 81246A

AUTHORIZATION :

COST LIMIT : * PREPAID

ORDER DATE : April 19, 1996

ORDER TIME : 9:38 AM

ORDER NO. : 924621

CUSTOMER NO: 81246A

CUSTOMER: Elaine M. Gatsos, Esq
ELAINE M. GATSOS, ESQ

Suite 210
1499 W. Palmetto Park Road
Boca Raton, FL 33486

600001787176
-04/19/96--01047--006
****367.50 ****122.50

DOMESTIC FILING

NAME: RIBS-N-MORE III, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

3/19/96
TB

ARTICLES OF INCORPORATION

OF

RIBS-N-MORE III, INC.

The undersigned subscribed to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

RIBS-N-MORE III, INC.

and its initial post office address and its principal office for the conduct of business is:

1499 West Palmetto Park Road
Boca Raton, Florida 33486

ARTICLE II

The general nature of the business to be transacted by this corporation is:

(a) Generally to make and perform contracts of any kind and description, and for the purpose of attaining any of the objectives of the corporation, to do and perform any other act or thing, and to exercise any and all powers which a co-partnership or natural person could do or exercise, and which now are or hereafter may be authorized by law, and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied.

(b) The foregoing paragraphs shall be construed as enumerating the purposes, objects and powers of this corporation, and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not

Inconsistent herewith are hereby included, including the general powers set forth in Florida Statutes Annotated, Sections 607.011, 607.014 and 607.017.

ARTICLE III

The maximum number of shares of stock of this corporation which it is authorized to have outstanding at any one time is 500 shares of common stock at \$1.00 per value. Said stock shall be non-assessable and shall be payable in lawful money of the United States or in property, labor, or in services at a just valuation to be fixed by the stockholders at a meeting duly convened and held.

ARTICLE IV

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 pro rata 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

The term for which this corporation shall exist shall be perpetual and the business of the corporation shall be conducted, carried on and managed by the officers of this corporation and a Board of Directors composed of one or more members, which number may be altered from time to time by the By-Laws of this corporation within the limitations prescribed by law.

The officers of this corporation shall be a President, Vice President, Secretary and Treasurer, and any other officer as the Board of Directors may deem expedient.

ARTICLE VI

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Law but shall never be less than two. The name(s) and address(es) of the initial director(s) of this corporation is:

ELAINE M. GATSOS

ARTICLE VII

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation in which he may in any way be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

ARTICLE VIII

The street address of the initial registered office of this corporation is 1499 West Palmetto Park Road, Suite 210, Boca Raton, Florida 33486 and the name of the initial registered agent of this corporation is:

ELAINE M. GATSOS

ARTICLE IX

These Articles of Incorporation of this corporation may be amended, changed, altered or repealed in the manner now or hereafter proscribed by the Florida Statutes and all rights conferred upon stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 15th day of April, 1996.

Elaine M. Gatsos
ELAINE M. GATSOS

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, ELAINE M. GATSOS, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 15th day of April, 1996.

Elaine C. Charbonneau

Notary Public

My Commission No.:

My Commission Expires:



ELAINE C. CHARBONNEAU
MY COMMISSION # CC374441 EXPIRES
May 20, 1998
BONDED THRU TROY FAIN INSURANCE, INC.


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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

That Corporation, desires to organize under the laws of the State of Florida with its office as indicated in the Articles of Incorporation located at address appoints agent as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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


ELAINE M. GATSOS,
Registered Agent

P96000034325

LAW OFFICE

ELAINE M. GATSOS

SUITE 210-INTERSTATE PLAZA
1400 WEST PALMETTO PARK ROAD
BOCA RATON, FLORIDA 33486

ELAINE M. GATSOS
KEVIN L. EDWARDS

TELEPHONE (407) 750-1120
1-(800)-749-5342
TELECOMEN (407) 750-1253

August 29, 1996

VIA FEDERAL EXPRESS

Division of Corporations
ATTENTION: AMENDMENTS
409 East Gaines Street
Tallahassee, FL 32399

ENCLOSURE 19967990
-08/30/96--01017--015
*****87.50 *****87.50

RE: AMENDMENT TO ARTICLES OF INCORPORATION
OF RIBS-N-MORE III, INC.

Dear Sir or Madame:

Enclosed please find the original and one (1) copy of the Amendment to the Articles of Incorporation for the above-referenced corporation for filing. Also enclosed is a check in the amount of \$87.50 representing the filing fee and the certification of same.

Thank you for your cooperation in this regard.

Very truly yours,


Elaine M. Gatsos

EMG:ecc
enclosure

Handwritten note:
cc: [unclear] ✓
[unclear]

FILED
96 AUG 30 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
SHAREHOLDERS' RESOLUTION AMENDING
ARTICLES OF INCORPORATION OF RIBS-N-MORE III, INC.

FILED
96 AUG 30 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

At a special Meeting of the shareholders held August 28, 1996,
it is resolved that Article 1 of the Articles of Incorporation of
RIBS-N-MORE III, INC., a Florida corporation is amended to reflect
the following:

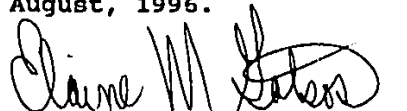
The name of the corporation is:

RIBS-N-MORE REALTY, INC.

President/Secretary:


ELAINE M. GATSOS

IN WITNESS WHEREOF, I have affixed my name in my capacity as
the officer of the Corporation set forth below my signature and I
have affixed the corporate seal of the Corporation to this
Certificate this 29th day of August, 1996.


ELAINE M. GATSOS

Corporate Seal