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PROMETHEUS HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 096182 4718535

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 24, 1996

ORDER TIME : 10:24 AM

ORDER NO. : 096182

CUSTOMER NO: 4718535

CUSTOMER: Ms. Sue Smith-4253f
PORTER WRIGHT MORRIS & ARTHUR

Suite 400
4501 Tamiami Trail North
Naples, FL 33940

400001854884
-09/24/96--01117--003
*****70.00 *****70.00

DOMESTIC FILING

NAME: TRIPLE BEST BAR-B-QUE, 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: Danny G. Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 24 PM12:42

RECEIVED
96 SEP 24 AM10:51
DIVISION OF CORPORATIONS
9/24/96

EFFECTIVE DATE

9/20/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 24 PM 12:42

ARTICLES OF INCORPORATION

OF

TRIPLE BEST BAR-B-QUE, INC.

ARTICLE I. Name and Initial Address

The name of this corporation is TRIPLE BEST BAR-B-QUE, INC. and initial address of the corporation is 4295 Bonita Beach Road, Bonita Springs, Florida 34134.

ARTICLE II. Duration

This corporation shall exist perpetually commencing on the date of execution and acknowledgment of these articles.

ARTICLE III. Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. Capital Stock

This corporation is authorized to issue 1000 shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V. Rights of Shares of Capital Stock

Section 1. Dividends

The directors may declare and pay dividends upon the Common Shares.

Section 2. Rights upon Liquidation or Dissolution.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, after payment of all valid corporate debts, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

Section 3. Voting Rights.

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI. Designation of Registered Agent and Registered Office

The initial registered agent of the corporation shall be Gary K. Wilson and the initial registered office of the corporation is 4501 Tamiami Trail North, Suite 400, Naples, Florida 33940.

ARTICLE VII. Preemptive Rights

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 VIII. Initial Board of Directors

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one

(1). The names and addresses of the initial directors of this corporation are:

Patricia J. Weisenborn
913 Charlemagne Boulevard
Naples, FL 34112

Marvin Weisenborn
913 Charlemagne Boulevard
Naples, FL 34112

Ben Record
114 Calais Court
Naples, FL 34112

ARTICLE IX. Incorporator

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

Patricia J. Weisenborn
c/o Porter, Wright, Morris & Arthur
4501 Tamiami Trail North
Suite 400
Naples, Florida 34103

ARTICLE X. Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 20 day of September, 1996.


Patricia J. Weisenborn
Patricia J. Weisenborn
c/o Porter, Wright, Morris & Arthur
4501 Tamiami Trail North
Suite 400
Naples, Florida 34103

State of Florida

County of Collier

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared PATRICIA J. WEISENBORN, / / who produced _____ identification or /X/ who is 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 those articles of incorporation. An oath was not administered.

I WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 20 day of SEPTEMBER, 1996.


Signature of Notary Public

(NOTARY SEAL)



GARY K. WILSON
MY COMMISSION # CC470112 EXPIRES
June 8, 1999
SIGNED: THE FIDELITY FAITH INSURANCE, INC.

GARY K. WILSON
Name of Notary Public Typed

CC470112
Serial or License Number of
Notary Public

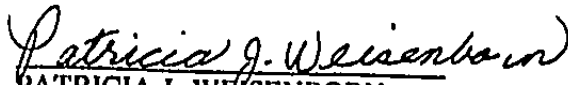
My Commission Expires:

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


RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 20 PM 12:42

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

FIRST, that TRIPLE BEST BAR-B-QUE, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in ARTICLES OF INCORPORATION at City of Naples, County of Collier, State of Florida, has named GARY K. WILSON, located at 4501 Tamiami Trail North, Suite 400, City of Naples, County of Collier, State of Florida, as its Agent to accept service of process within this State.


PATRICIA J. WEISENBORN

HAVING BEEN NAMED to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


GARY K. WILSON, Resident Agent

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