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FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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--- INQUIRY FUNCTIONS ---

1. ELECTRONIC FILING INQUIRY BY ACCOUNT NUMBER
2. ELECTRONIC FILING INQUIRY BY REQUEST DATE (MM/DD/YY)
3. ELECTRONIC FILING INQUIRY BY CORPORATE NAME
4. ELECTRONIC FILING INQUIRY BY DOCUMENT TYPE
5. ELECTRONIC FILING INQUIRY BY FAX AUDIT NUMBER

--KEY--

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REQUEST DATE
CORPORATE NAME
DOCUMENT TYPE
FAX AUDIT NUMBER

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6. RETURN TO ELECTRONIC FILING REQUEST MENU

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ENTER SELECTION NUMBER, 1 THRU 6, A BLANK AND THE KEY (IF REQUIRED)

ENTER/SELECTION AND <CR>FLORIDA/DIVISION OF CORPORATIONS
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ELECTRONIC FILING BEGINNING 02/06/97

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AUDIT NUMBER	TYPE	STATUS	DOC NUM	CORPORATE NAME
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1. H97000002247	EFIL01	REQUESTED		
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RED'S BACKWOODS BBQ OF PALM

NOTE: PLEASE NOTE ERROR IN
ENTERING NAME. PLEASE BEE
ARTICLES FOR CORRECT NAME.

ENTER <CR> OR '+' FOR NEXT PAGE, ENTER '-' FOR PREVIOUS PAGE.

ENTER 'M' TO RETURN TO THE MENU.

ENTER A SELECTION NUMBER AND <CR> TO DISPLAY THE COVER SHEET.

----- THIS IS NOT OFFICIAL RECORD, SEE DOCUMENTS IF QUESTION OR CONFLICT -----

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ELECTRONIC FILING COVER SHEET

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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: PROSKAUER ROSE GOETZ & MENDELSON
CONTACT: KATHY RASLER
PHONE: (407) 995-4751

ACCT#: 074673001063

FAX #: (407) 241-7145

NAME: RED'S BACKWOODS BBQ OF PALMETTO PARK, INC.

m 2/7/97

ARTICLES OF INCORPORATION
OF
RED'S BACKWOODS BBQ, PALMETTO PARK, INC.

Article I

Name

The name of the corporation is Red's Backwoods BBQ, Palmetto Park, Inc.

Article II

Duration

The corporation shall have perpetual existence.

Article III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business of the corporation shall be:

2255 Glades Road
Suite 110B
Boca Raton, Florida 33431

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TALLAHASSEE, FLORIDA

Debra Goldberg, Esq.
FL Bar No. 0101575
Proskauer Rose Goets & Mendelsohn LLP
2255 Glades Road, Suite 1400W
BOCA RATON
(407) 241-7400

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Article V

Capital Stock

The corporation is authorized to issue 1,000 shares of common stock, \$.01 par value per share.

Article VI

Initial Registered Office And Agent

The street address of the initial registered office of the corporation is 2255 Glades Road, Suite 110E, Boca Raton, Florida 33431 and the name of the initial registered agent of the corporation at that address is Victor Rose.

Article VII

Initial Board of Directors

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of the corporation is:

S. Bruce Wunner
2255 Glades Road
Suite 110E
Boca Raton, Florida 33431

Article VIII

Incorporator

The name and address of the person signing these Articles of Incorporation is:

Victor Rose
2255 Glades Road
Suite 110E
Boca Raton, Florida 33431

Article IX

Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X

Indemnification

Provided that the person proposed to be indemnified meets the requisite standard of conduct for permissive indemnification as set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0830(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or agent. The indemnification provided herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be an officer, director, employee or agent of the corporation, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI

Bylaws

The bylaws may be adopted, altered, amended or repealed by either the shareholders or the board of directors, but the board of directors may not amend or repeal any bylaw provision adopted by the shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

Article XII

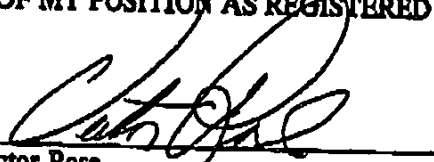
Beginning of Corporate Existence

The corporate existence of this corporation shall begin upon filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 6th day of February, 1997


Victor Rose, Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED
IN THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT
AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR
WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Victor Rose
Registered Agent
Dated: February 6, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA