

MYERS, FOREHAND & FULLER

ATTORNEYS AT LAW

Robert A. Bass**
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P98000069849

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(850) 878-6404
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July 31, 1998

* Also admitted in Georgia
**Also admitted in District of Columbia

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

600002605086--8
-08/03/98--01031--018
*****78.75 *****78.75

Re: Hughes Restaurant Enterprises, Inc.

Dear Sir or Madam:

Enclosed please find the following:

- An original and one (1) copy of the articles of incorporation and our firm's check in the amount of \$78.75 for filing fee and certificate;
- An original and one (1) copy of the Certificate of Designation Registered Agent/Registered Office;
- An original and one (1) copy of the Application for Registration of Fictitious Name for Boomer's BBQ Catering and our firm's check in the amount of \$50.00 for filing fees; and,
- An original and one (1) copy of the Application for Registration of Fictitious Name for Boomer's BBQ Restaurant and our firm's check in the amount of \$50.00 for filing fees.

The mailing address for Hughes Restaurant Enterprises, Inc., is: Hughes Restaurant Enterprises, Inc., Route 4, Box 4857, Monticello, FL 32344, Telephone Number (850) 997-3991.

Please contact this office if you have any questions.

Sincerely,

Cathy Sleeth

Cathy C. Sleeth
Legal Assistant for Robert A. Bass

Enclosures

APPROVED
AND
FILED
98 AUG -3 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK AUG 11 1998

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 AUG - 3 PM 1:00

APPROVED
AND
FILED

ARTICLE I NAME

The name of the corporation shall be:

Hughes Restaurant Enterprises, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Route 4, Box 4857
Monticello, FL 32344

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

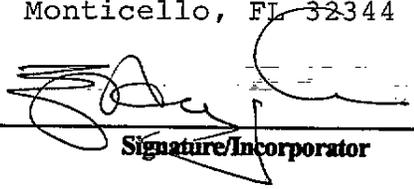
The name and Florida street address of the initial registered agent are:

Edward Hughes
Route 4, Box 4857
Monticello, FL 32344

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Edward Hughes
Route 4, Box 4857
Monticello, FL 32344



Signature/Incorporator

Aug. 10, 1998

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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



Signature/Registered Agent

Aug 10, 1998

Date