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850-456-5779

EARL F. OVERBY
ATTORNEY AT LAW

P.O. BOX 4022
PENSACOLA, FL 32507

August 20, 1999

Florida Department of State
Corporate Information
Tallahassee, FL 32302

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-08/23/99--01124--009
*****78.75 *****78.75

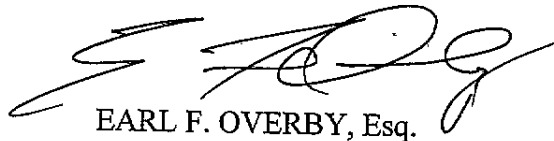
Re: RICK'S RIBS

EFFECTIVE DATE
9-1-99

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation for the above-referenced corporation. I have enclosed a check in the amount of \$78.75 which represents your filing fee and the fee for a certified copy. Please return the certified copy to this office.

Sincerely,


EARL F. OVERBY, Esq.

EFO/dc
Enclosures
cc: client

FILED

99 AUG 23 PM 3:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Earl Overby GAVE
AUTHORIZATION BY PHONE TO
CORRECT Suffix
DATE 8/24
DOC. EXAM. 1CK

K. Rolfe

AUG 26 1999

ARTICLES OF INCORPORATION
OF
RICK'S RIBS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I-NAME

The name of this corporation is RICK'S RIBS, INC.

ARTICLE-II-DURATION

This corporation shall have perpetual existence commencing on September 1, 1999 at 12:00 A.M. after the filing of these Articles with the Department of State.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue 50 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4502 Twin Oaks Drive, Pensacola, Florida 32506, and the name of the initial registered agent of this corporation at that address is Earl F. Overby.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation are:

Ricky W. Farris
2833 Bellview Avenue
Pensacola, Florida 32526

ARTICLE VIII-INCORPORATORS

The name and address of the Incorporator signing these articles is: Ricky W. Farris, 2833 Bellview Avenue, Pensacola, Florida 32526.

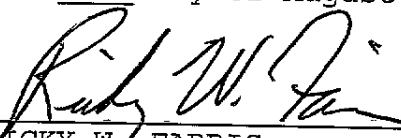
ARTICLE IX-INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 20th day of August, 1999.

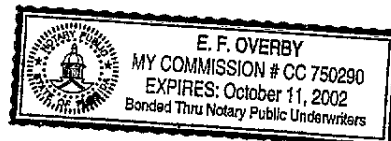

RICKY W. FARRIS

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RICKY W. FARRIS, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation. He is personally known to me or has produced _____ as identification.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 20th day of August, 1999.


NOTARY PUBLIC

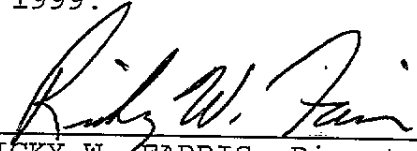


CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:


FIRST, that RICK'S RIBS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2833 Bellview Avenue, Pensacola, Florida 32526, has named Earl F. Overby, at 4502 Twin Oaks Drive, Pensacola, Florida 32506, as its agent to accept service of process within Florida.

Dated this 20th day of August, 1999.



RICKY W. FARRIS, Director

SECOND, having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to comply with the provisions of all statutes relative to the proper performance of my duties.



EARL F. OVERBY, ESQ.
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA