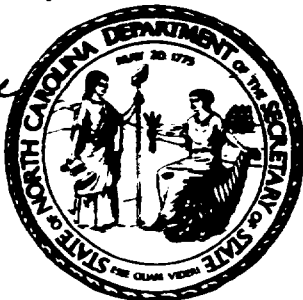


Mail: John Hughes
2459 Westfield Ave
W.S. NC 27103

State of North Carolina



37

Department
of the
Secretary of State

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (2 sheets) to be a true copy of

ARTICLES OF INCORPORATION

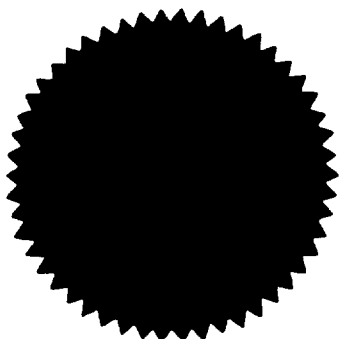
OF

H&A RESTAURANT CONSULTANTS, INC.

and the probates thereon, the original of which was filed in this office on the 6th day of August 19 86, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 6th day of August in the year of our Lord 19 86.




Secretary of State
By 
Deputy Secretary of State

BOOK 1561P0159

ARTICLES OF INCORPORATION

OF

H&A Restaurant Consultants, Inc.
(NAME OF CORPORATION)

DOCUMENT #000049
DATE 05/08/88 TIME 09:11
FILED
THAO EURE
SECRETARY OF STATE
NORTH CAROLINA

We, the undersigned natural persons of the age of eighteen years or more, do hereby associate ourselves into a business corporation under the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "Business Corporation Act," and the several amendments thereto, and to that end do hereby set forth:

1. The name of the Corporation is H&A Restaurant Consultants, Inc.

2. The period of duration of the corporation shall be perpetual
(May be perpetual or for a limited period)

3. The purpose or purposes for which the corporation is organized are:

To engage in any lawful act or activity for which a corporation may be organized pursuant to N.C.G.S. Chapter 55.

4. The aggregate number of shares which the corporation shall have authority to issue is 100,000, divided into one classes. The designation of each class, number of shares of each class, series, if any, within each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, is as follows:

Class	Series	Number of Shares	Par value per share
A		100,000	\$1.00

The preferences, limitations and relative rights in respect of the shares of each class are as follows: none

5. The minimum amount of consideration for its shares to be received by the corporation before it shall commence business is \$1,000.00.

6. The address of the initial registered office of the corporation (including county and city or town, and street and number, if any) is 514 Stratford Road, Winston-Salem, NC 27103 Forsyth County
and the name of the initial registered agent at such address is John C. Hughes

1561P0160

7. The number of directors of the corporation may be fixed by the by-laws, but shall not be less than three (except as permitted by N.C.G.S. 55-25).

The number of directors constituting the initial board of directors shall be one, and the name and address (including street and number, if any) of each person who is to serve as a director until the first meeting of shareholders or until his successor be elected and qualified is:

NAMES	ADDRESSES
<u>John Carl Hughes</u>	<u>2459 Westfield Ave., Winston-Salem, NC</u>
	<u>27103</u>

8. The name and address (including street and number, if any) of each incorporator is:

NAMES	ADDRESSES
<u>John Carl Hughes</u>	<u>2459 Westfield Ave., Winston-Salem, NC</u>
	<u>27103</u>

9. In addition to the general powers granted corporations under the laws of the State of North Carolina, the corporation shall have full power and authority to none

10. • none

IN TESTIMONY WHEREOF, we have hereunto set our hands, this the _____
day of July 30, A.D. 1986

John C. Hughes

* Insert any provision desired to be included in the Articles of Incorporation such as: pre-emptive rights of shareholders, regulation of internal affairs of the corporation, any matters required to be set forth in the by-laws, etc. See chapter 55 of the General Statutes.

STATE OF NORTH CAROLINA
COUNTY OF DAVIE

THIS IS TO CERTIFY, that on the 30 day of July, A. D. 1986,
before me, a NOTARY Public personally appeared JOHN C. Hughes
_____, and _____, who

I am satisfied are the persons named in and who executed the foregoing Articles of Incorporation,
and I having first made known to them the contents thereof, they did each acknowledge that they
signed and delivered the same as their voluntary act and deed for the uses and purposes therein ex-
pressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, this
the 30 day of July, A.D. 1986.

(L. S.)



Christine S. Craven

My Commission expires: November 19, 1986

FILED FOR
REGISTRATION
AN

AUG 27 11 21 AM '86

REGISTER OF DEEDS
FORSYTH CTY. N.C.

JB. \$8.50 pl.

1561P0162