

ARTICLES OF INCORPORATION
OF
FOOD STUDIO B, INC.

ARTICLE 1

The name of the corporation is **Food Studio B, Inc.**

ARTICLE 2

The objectives and purposes for which the corporation is organized are to operate a food service business and for any other lawful act or activity for which a corporation may be organized under the Alabama Business Corporation Act, now or hereafter in effect, and to do any of such things as fully and to the same extent as natural persons might or could do.

ARTICLE 3

The duration of existence of the corporation is perpetual.

ARTICLE 4

The aggregate number of shares that the corporation shall have authority to issue is Five thousand (5000) shares. All such shares shall be of a single class, designated as common, and shall be without par value.

ARTICLE 5

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically

provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.


ARTICLE 6

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the corporation after the issue thereof, regardless of the consideration therefor.

ARTICLE 7

The corporation shall indemnify to the fullest extent permitted by the Alabama Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Alabama Business Corporation Act.

Articles of Incorporation
Food Studio B, Inc.
Shelby County, Alabama


20080212000057140 3/5 \$95.00
Shelby Cnty Judge of Probate, AL
02/12/2008 09:23:09AM FILED/CERT

ARTICLE 8

To the fullest extent permitted by law, a director of the corporation shall have no personal liability to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Alabama Business Corporation Act. No amendment to that Act, or amendment of these articles of incorporation, that further limits the acts or omissions for which elimination of liability is permitted, shall adversely affect any right or protection of a director for any act or omission occurring prior to such amendment. If the Alabama Business Corporation Act is amended to further limit or eliminate liability of a director, then a director of the corporation shall not be liable for any such act or omission to the fullest extent permitted by the Alabama Business Corporation Act, as so amended.

ARTICLE 9

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE 10


The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of One (1) directors whose name and addresses are as follows:

Sean P Butler
252 Lime Creek Lane
Chelsea, AL 35043

ARTICLE 11

The initial registered agent of the corporation is Sean P Butler. The street address of the corporation's initial registered office is 252 Lime Creek Lane, Chelsea, AL 35043.

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ARTICLE 12

The name and address of the incorporator of the corporation is Sean P. Butler, 252 Lime Creek Lane, Chelsea, AL 35043.

In Witness Whereof, I have signed my name this date.

Dated: 2/6/8


Sean P. Butler, Incorporator

This instrument prepared by:

Salem Resha, Jr.
The Resha Firm, PC
1516 20th Street South, Suite A
Birmingham, Alabama 35205

Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Food Studio B, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Salem Resha Jr, 1516 20th Street SO Suite A, Birmingham, AL 35205 for a period of one hundred twenty days beginning February 5, 2008 and expiring June 5, 2008.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

February 5, 2008

Date

Beth Chapman

Beth Chapman

Secretary of State

