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ARTICLES OF INCORPORATION

OF

W & B ENTERPRISES, INC.

The undersigned, acting as the incorporator of a corporation under the Code of Alabama, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is W & B Enterprises, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is formed are:

(a) The transaction of all business, including, but not limited to, production, sale, and delivery of all foods, foodstuffs, and beverages of every kind and nature; and the sale and rental of video recording and reproduction equipment and products.

(b) The transaction of any and all other lawful business for which such corporations may be incorporated under the Alabama Business Corporation Act as last amended.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 5,000 shares of common stock at a par value of \$1.00 per share. The total authorized stock is thus \$5,000.00 and all of said stock shall be common and none shall be preferred stock, or stock of a different class.

FIFTH: The address of the initial registered office of the corporation is 3001 Dundee Lane, Birmingham, Alabama 35243, and the name of the initial registered agent at that address is Donald Barringer.

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J. Michael Campbell
100 Chase Park South

SIXTH: The number of directors constituting the initial board of directors of the corporation is two and the names and addresses of the persons who are to serve as directors until the first annual meeting for the stockholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Donald Barringer	3001 Dundee Lane Birmingham, Alabama 35243
John T. Watley	3208 Berkley Lane Birmingham, Alabama 35243

SEVENTH: The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
J. Michael Campbell	100 Chase Park South Suite 128 Birmingham, Alabama 35244

EIGHTH: The names and addresses of the officers who shall hold office until their successors have been duly elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Donald Barringer	3001 Dundee Lane Birmingham, Alabama 35243	President
John T. Watley	3208 Berkley Lane Birmingham, Alabama 35243	Vice-President
Jane Barringer	3001 Dundee Lane Birmingham, Alabama 35243	Secretary
Aletha Watley	3208 Berkley Lane Birmingham, Alabama 35243	Treasurer

IN WITNESS WHEREOF, I, the said incorporator, have hereunto set my hand
and seal on this the 8 day of December, 1986.

J. Michael Campbell (SEAL)
J. MICHAEL CAMPBELL

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THE FEE FOR ISSUING THIS CERTIFICATE (\$5.00 FEE PAYABLE TO THE SECRETARY OF STATE) SHOULD BE COLLECTED BY THE JUDGE OF PROBATE WHEN YOU FORM YOUR CORPORATION AND FORWARDED TO THE SECRETARY OF STATE.

NOTE: IF YOU DECIDE NOT TO USE THIS NAME FOR A CORPORATION, PLEASE RETURN CERTIFICATE WITH A FEE OF \$5.00 TO THE SECRETARY OF STATE, 524 STATE OFFICE BUILDING, MONTGOMERY, ALABAMA 36130.

STATE OF ALABAMA

I, Don Siegelman, 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 10-2A-26, Code of Alabama 1975, the corporate name _____

W & B Enterprises, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of W & B Enterprises, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to

be incorporated is Shelby. I further certify that as set out in

the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.

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.

December 8, 1986- expires 4-8-87

Date
Don Siegelman

Don Siegelman

Secretary of State

State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION OF W & B ENTERPRISES, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of W & B ENTERPRISES, INC., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of W & B ENTERPRISES, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 10th day of DECEMBER, 19 86.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT TO BE TRUE
1986 DEC 10 PM 4:06

Thomas A. Brundage, Jr.
Judge of Probate

Thomas A. Brundage, Jr.
JUDGE OF PROBATE

Rec 35.00
Jud 1.00
36.00

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