

**ARTICLES OF ORGANIZATION
OF
ANCHOR, L.L.C.
AN ALABAMA LIMITED LIABILITY COMPANY**

The undersigned, desiring to form a company pursuant of the laws of the State of Alabama and acting as the organizers of a limited liability company under the Alabama Limited Liability Company Act (the "Act"), hereby adopt the following Articles of Organization for such company.

I

The name of the Company is Anchor, L.L.C.

II

The Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act.

III

The Company is organized for the purpose of conducting the business of owning and managing restaurants and for any other lawful purpose under the Alabama Limited Liability Company Act.

IV

The address of the initial registered office of the Company is 1100 County Road 39, Chelsea, Alabama, 35043, and the name of its initial registered agent at such address is Erick F. Gamble.

V

The names and post office addresses of the initial members are as follows:

Erick F. Gamble
1100 County Road 39
Chelsea, Alabama 35043

Rebecca R. Gamble
1100 County Road 39
Chelsea, Alabama 35043

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VI

The initial members of the Company may admit additional members at such times and upon such terms and conditions as may be mutually agreed by the Company and the additional members.

VII

The legal existence and business of the Company may be continued by the written consent of all the remaining members within 90 days after an event of dissociation of a member.

VIII

The Company is to be managed by one or more managers. The name and mailing address of the initial manager, who shall serve as manager until the first annual meeting of members of the Company or until his successors are duly elected, is:

Erick F. Gamble
1100 County Road 39
Chelsea, Alabama 35043

IN WITNESS WHEREOF, we, the undersigned, for the purpose of forming a company under the Alabama Limited Liability Act do make, file and record these Articles of Organization and do certify that the facts herein stated are true and we have, accordingly, hereunto set our respective hands and seals on the date set out below.

DONE THIS THE 16 DAY OF October, 1996.


Erick F. Gamble


Rebecca R. Gamble

Prepared by:
Christopher DiGiorgio
G. Rick DiGiorgio, P.C.
2300 10th Court South
Birmingham, Alabama 35205
(205) 323-3706

STATE OF ALABAMA)

JEFFERSON COUNTY)

BE IT REMEMBERED, that on this the 16th day of October, 1996, Erick F. Gamble and Rebecca R. Gamble personally appeared before, the undersigned authority, in and for said County, in said State, who are known to me, and I having first made known to each of them the contents of the above Articles of Organization, they did severally acknowledge that they signed, sealed and delivered the same voluntarily and deposed the facts therein stated were true and correct.

Barbara M. Cleahuate
NOTARY PUBLIC

MY COMMISSION EXPIRES APRIL 16, 2000

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