

**ARTICLES OF INCORPORATION
OF
LAKA, INC.**

The undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, adopt the following Certificate of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation shall be LAKA, Inc.

ARTICLE TWO

The period of the Corporation's existence is perpetual.

ARTICLE THREE

The purpose for which the corporation is formed is an eating and drinking establishment.

The foregoing purposes and activities will be interpreted as examples only and not as limitations and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purpose which may become necessary, profitable or desirable for the furtherance of the incorporate objectives expressed above.

ARTICLE FOUR

The address of the initial registered office of the corporation is 2145 Highway 31 South, Pelham, AL 35124, and the name of the initial registered agent at such address is Leigh Ann Brown.

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the name of the initial registered agent at such address is Leigh Ann Brown.

ARTICLE FIVE

A) The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common stock at a par value of One Hundred Dollars (\$100.00) per share. Leigh Ann Brown will hold 20% of the shares of stock, and Generic Properties, LLC will hold 80% shares of stock.

B) In connection with the sale of any authorized but uninsured shares of common stock with the corporation, the Directors may by resolution deny preemptive rights to existing share holders.

C) All shares of stock issued by the corporation shall be subject to the following restrictions on transfer, which shall be done on the certificate:

1) No common stock of the corporation shall be transferred unless the holder of the restricted security offers it first to the corporation and then to any other holders of the common stock of the corporation, a prior opportunity to be exercised within a reasonable time, to acquire the restricted securities.

2) No shareholder may transfer any restricted security to any person or entity in competition with this corporation.

D) Shares having a par value may be sold for such dollars as shall be fixed from time to time by the Board of Directors.

ARTICLE SIX

Provisions for the regulation of the internal affairs of the corporation are:

A) The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. The affirmative vote of the majority of the shares represented at the meeting and entitled to vote on subject matter shall be act of the shareholders, accept that this instrument may not be amended except for the affirmative vote of the majority of the shares issued and entitled to vote thereon.

B) The power to alter, amend or appeal the by-laws, or adopt new by-laws is vested in the Board of Directors.

C) Upon written request of any shareholder, the corporation shall send out its most recent statement. The corporation will mail to each of the shareholders not later than 120 days after the close of its fiscal year a financial statement, including a balance sheet as of the end of such fiscal year and a statement of income for such fiscal year.

ARTICLE SEVEN

A) The initial Board of Directors of the corporation shall consist of two people, whose names and addresses are:

Leigh Ann Brown
President/Secretary

Kim Anthony
Vice President/Treasurer

They shall serve as directors until the first annual meeting of shareholders or until their successor or successors are elected and qualified.

B) The director, by vote, shall have authority to fix compensation for the directors.

ARTICLE EIGHT

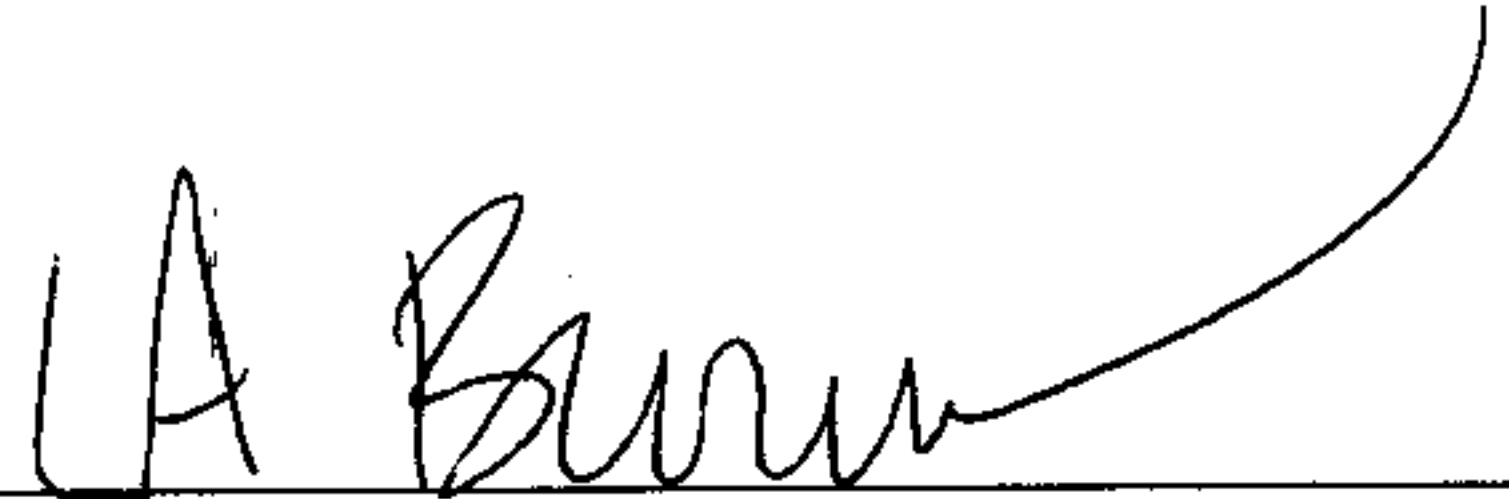
The name and address of the incorporator is:

Leigh Ann Brown

ARTICLE NINE

Leigh Ann Brown shall serve as President of the corporation until the first annual meeting of the shareholders, or until their successor or succeesees are elected and qualified.

IN WITNESS WHEREOF, the undersigned incorporator has caused this instrument to be executed on the 26th day of February, 1998.


Leigh Ann Brown, Incorporator

STATE OF ALABAMA

I, Jim Bennett, 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:

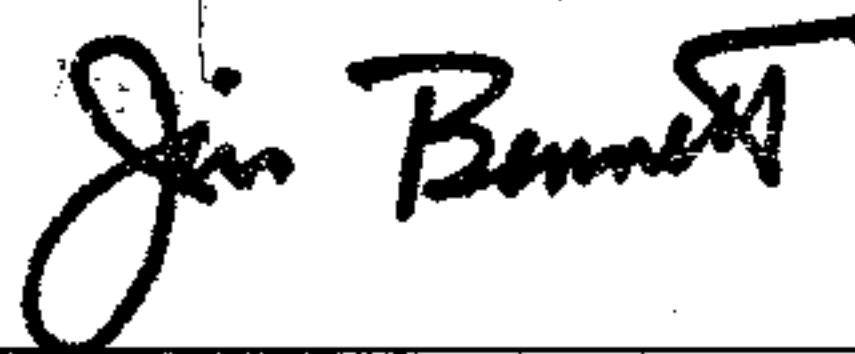
LAKA, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Christopher Battles, 3150 Hwy 52 W, Pelham, AL 35124 for a period of one hundred twenty days beginning January 30, 1998 and expiring May 31, 1998.

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.

January 30, 1998

Date



Jim Bennett

Secretary of State



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