

ARTICLES OF INCORPORATION

OF

Sciara, Inc.

The undersigned, acting as incorporators of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

FIRST: The name of the Corporation is "Sciara, Inc. "

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which the corporation is organized is the transaction of any and all lawful business for which corporations may be organized under the Alabama Business Corporation Act, including but not limited to engaging in the general business of operating a restaurant and other related services.

FOURTH: The aggregate number of shares of common stock which the corporation shall have the authority to issue is 1000, having a par value of \$1.00 per share.

FIFTH: Provisions for the regulation of the internal affairs of the corporation are governed by a set of By-Laws which are to be determined by the Board of Directors.

SIXTH: The address of the initial registered office of the corporation is 29 Lake Davidson Road, Helena, AL 35080 and the name of its initial registered agent at such address is Sam A. Sciara.

SEVENTH: The number of directors constituting the initial Board of Directors of the Corporation is three, and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify are:

Inst # 2000-36113

**10/17/2000-36113
12:22 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 CJ1 105.00**

Page Two
Articles of Incorporation
Sciara, Inc.

Sam A. Sciara	2004 Hickory Lane Fultondale, AL 35068
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Frank V. Sciara	2004 Hickory Lane Fultondale, AL 35068
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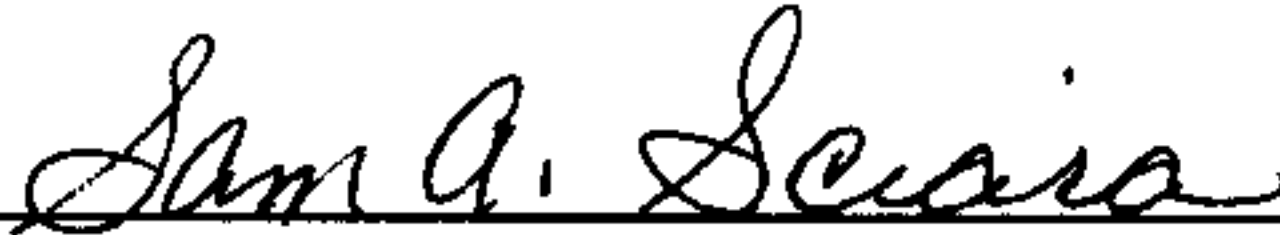
Diane M. Sciara	2004 Hickory Lane Fultondale, AL 35068
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EIGHTH: The name and address of each incorporator is:

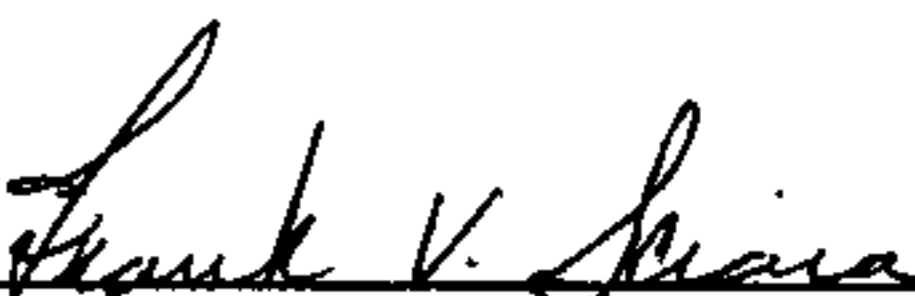
Sam A. Sciara	2004 Hickory Lane Fultondale, AL 35068
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Frank V. Sciara	2004 Hickory Lane Fultondale, AL 35068
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Diane M. Sciara	2004 Hickory Lane Fultondale, AL 35068
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Sam A. Sciara



Frank V. Sciara



Diane M. Sciara

Dated this ____ day of October, 2000.

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:

Sciara, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Terri Phillips, 1275 Center Point Pkwy Ste 100, Birmingham, AL 35215 for a period of one hundred twenty days beginning October 6, 2000 and expiring February 4, 2001.



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.

October 6, 2000

Date

A handwritten signature in cursive script that reads 'Jim Bennett'.

Jim Bennett

Secretary of State

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