

**ARTICLES OF INCORPORATION  
OF  
HOWELL RESTAURANT CONCEPTS, INC.**

TO THE HONORABLE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

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

**FIRST:** The name of the corporation shall be **Howell Restaurant Concepts, Inc.** and the corporation shall be authorized to operate under that name, use the trade name **Howell Restaurant Concepts, Inc.**, or use any other trade name not now being used by another person, firm or corporation.

**SECOND:** The period of its duration is perpetual.

**THIRD:** The purposes for which the corporation is organized are as follows:

(a) To own, operate and manage full service restaurants, bars and other related facilities and to produce and sell food and beverages;

(b) To do all things necessary or desirable to operate, manage and conduct the business of restaurants and bars and other related facilities;

(c) To act as agent or representative of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;

(d) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real property, or any interest therein;

(e) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and,

(f) To transact any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, as amended from time to time.

**Inst # 2001-27030**

**07/02/2001-27030**

**09:18 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE**

**004 NB 105.00**

The foregoing clauses shall be construed as purposes for which the Corporation is organized, in addition to those powers specifically conferred upon the Corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of powers shall not be held to limit or restrict in any manner the powers of the Corporation otherwise granted by law.

**FOURTH:** The total number of shares which the corporation shall have authority to issue is One Thousand Five Hundred (1,500) shares of Common Stock having a par value of One and No/100 Dollar (\$1.00) per share.

**FIFTH:** The address of the initial registered office of the corporation is 212 Branch Drive, Chelsea, Alabama 35043 and the name of its registered agent at such address is **Eric W. Howell**.

**SIXTH:** The number of directors constituting the initial board of directors of the corporation is one (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and duly qualified is:

**Name**

**Address**

Eric W. Howell

212 Branch Drive  
Chelsea, Alabama 35043

**SEVENTH:** The name and address of the incorporator is:


**Name**

**Address**

Eric W. Howell

212 Branch Drive  
Chelsea, Alabama 35043

Dated this 29 day of June, 2001.

  
\_\_\_\_\_  
Witness

  
\_\_\_\_\_  
Eric W. Howell

# 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:

**Howell Restaurant Concepts**

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Tim Palmer, 2101 Sixth Ave North Ste 700, Birmingham, AL 35203 for a period of one hundred twenty days beginning June 6, 2001 and expiring October 5, 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.**

June 6, 2001

Date



Jim Bennett

A handwritten signature of Jim Bennett in dark ink.

Secretary of State

Inst # 2001-27030

07/02/2001-27030  
09:18 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
004 KB 105.00