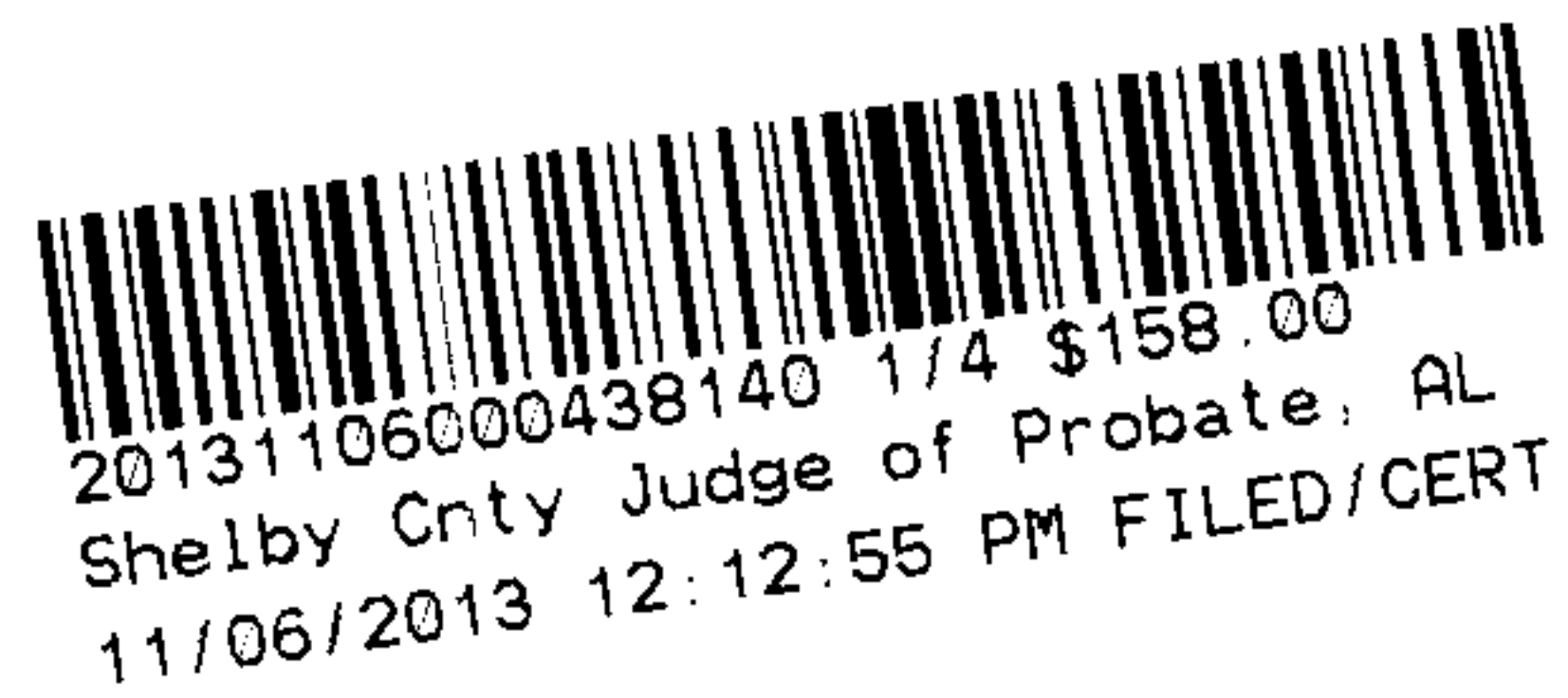


*This instrument was prepared by
and when recorded return to:*

J. Payne Baker, Jr., J.D.
The Law Office of J. Payne Baker, Jr., LLC, Suite 100
Birmingham, AL 35209
205.547.7336



CERTIFICATE OF FORMATION
OF
Beasley's Restaurant Group, LLC
an Alabama limited liability company

Pursuant to the Alabama Limited Liability Company Law as set forth in Chapter I and Chapter 5 of the Alabama Business and Nonprofit Entities Code, CODE OF ALABAMA, 1975 (the "Entities Code"), the undersigned hereby adopts the following Certificate of Formation.

ARTICLE I

Name

The name of the limited liability company is Beasley's Restaurant Group, LLC (the "Company").

ARTICLE II

Type

The Company is a limited liability company.

ARTICLE III

Duration

The Company shall have perpetual duration unless it is dissolved and its affairs wound up in accordance with the Entities Code, or the Operating Agreement of the Company.

ARTICLE IV

Purposes

The purposes of the Company for which the Company is formed are:

(a) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Alabama Business and Nonprofit Entities Code, CODE OF ALABAMA, 1975.

ARTICLE V

Registered Office; Registered Agent

The location and mailing address of the initial registered office of the Company, and its registered agent at such address, shall be as follows:

Registered Office:

813 Ballantrae Parkway
Pelham, Alabama 35124

Registered Agent:

Willie Henderson

ARTICLE VI

Organizer

The name and mailing address of the Organizer is:

Organizer:

J. Payne Baker, Jr., J.D.
The Law Office of J. Payne Baker, Jr., LLC
408 Hollywood Blvd.
Suite 100
Birmingham, AL 35209



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ARTICLE VII

Members of the Company and Admission of Additional Members

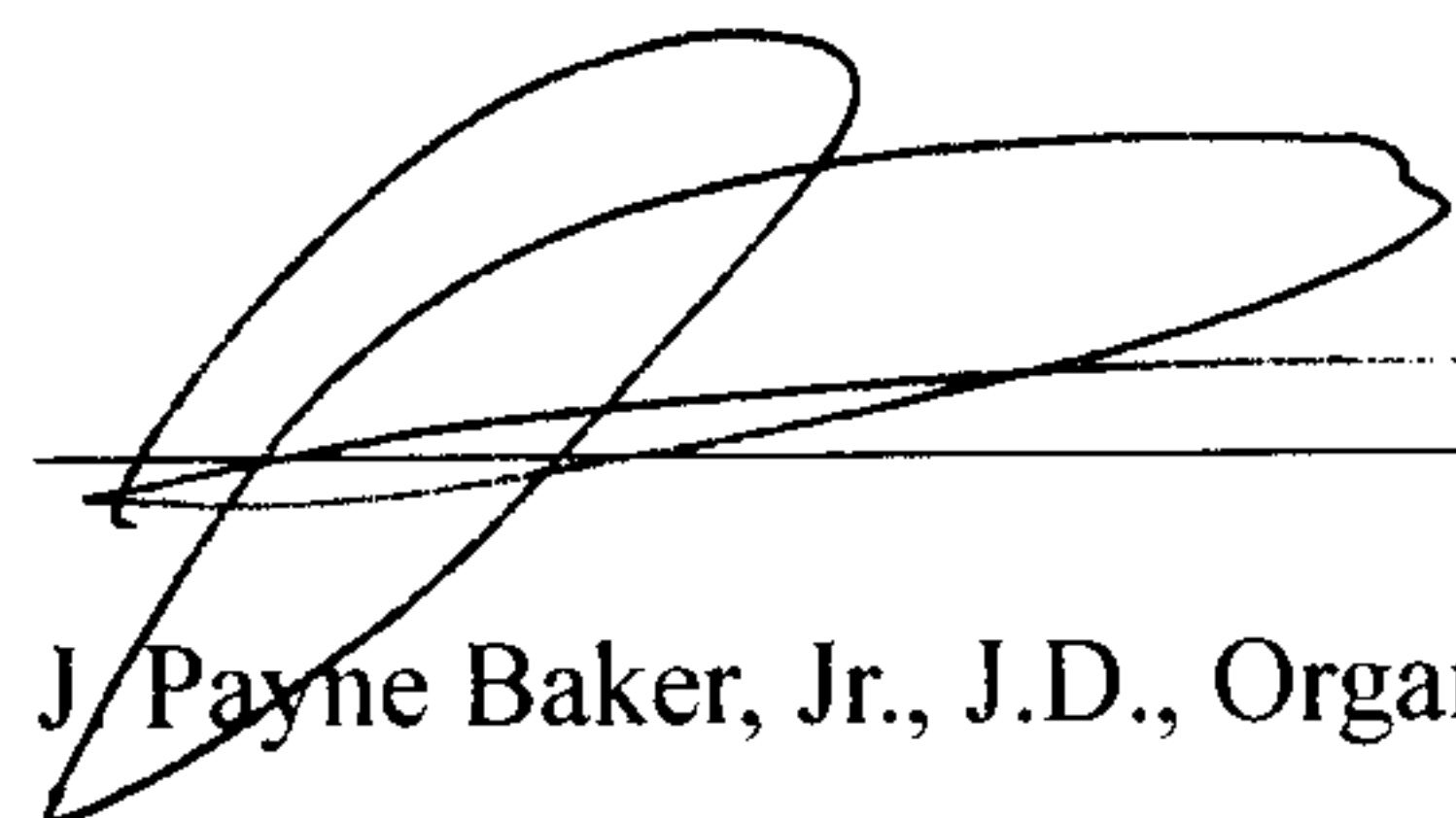
The names, addresses and percentage ownership of the Members of the Company are set forth in the Operating Agreement of the Company. Upon the unanimous written consent of the Members, the Company may permit the admission of additional Members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

ARTICLE VIII

Dissolution by Reason of Cessation of Membership

The cessation of membership of one or more Members will not result in the dissolution of the Company.

IN WITNESS WHEREOF, this Certificate has been executed by the undersigned as its Organizer as of the _____ day of November, 2013 by the undersigned.



J. Payne Baker, Jr., J.D., Organizer



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Jim Bennett
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Jim Bennett, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

Beasley's Restaurant Group LLC

This name reservation is for the exclusive use of The Beasley's Group Inc., 813
Ballantrae Parkway, Pelham, AL 35124 for a period of one year beginning
October 14, 2013 and expiring October 14, 2014

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RES639250

**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 14, 2013

Date

A handwritten signature in cursive script, appearing to read "Jim Bennett", is written over a horizontal line.

Jim Bennett

Secretary of State