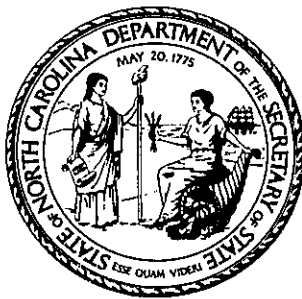


State of North Carolina



108 *Sefkowitz (Box)*

Department
of the
Secretary of State

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (2 sheets) to be a true copy of

ARTICLES OF INCORPORATION

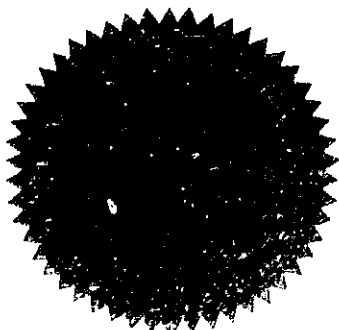
OF

E & A CORPORATION

and the probates thereon, the original of which was filed in this office on the 15th day of October 19 79, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 15th day of October in the year of our Lord 19 79



Secretary of State

By
Deputy Secretary of State

BOOK 1288P0528

259815

FILED

OCT 15 10 25 AM '79

THAS EURE
SECRETARY OF STATE
NORTH CAROLINA

ARTICLES OF INCORPORATION

OF

E & A CORPORATION

We, the undersigned natural persons of the age of Eighteen (18) years, do hereby associate ourselves into a business corporation under the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "Business Corporation Act", and the several amendments thereto, and to that end do hereby set forth:

- (1) The name of the corporation is "E & A Corporation".
- (2) The period of duration of the corporation shall be perpetual.
- (3) The purposes for which the corporation is organized are:

a. To operate a restaurant, or other eating establishment, for the purpose of serving food and drink to the general public and otherwise to deal in the purchase, preparation, and sale of food on and off of the corporate premises; and

To buy, sell, at wholesale or at retail, any legal alcoholic beverage, including, but not limited to, beer, non-fortified wine, fortified wine or any legal liquor for consumption on the premises of any business establishment of the corporation; to hold and apply for any necessary alcoholic beverage control licenses or permits;

b. To engage in any lawful activity, including, but no limited to, construction, manufacturing, raising or otherwise producing, and repairing, servicing, storing or otherwise caring for any type of structure, commodity, or livestock whatsoever; processing, selling, brokering, teaching, factoring, distributing, lending, borrowing or investing in any type of property whether real or personal, tangible or intangible, extracting and processing natural resources; transporting freight or passengers by land, sea or air; collecting and disseminating information or advertisement through any medium whatsoever; performing personal services of any nature; and entering into or servicing in any type of management, investigative, advisory, promotional, protective, insurance, guarantyship, suretyship, fiduciary or representative capacity or relationship for any persons or corporations whatsoever.

(4) The corporation shall have authority to issue One Hundred Thousand (100,000) shares of common stock with par value of One Dollar (\$1.00) per share.

BOOK 1288P0529

(5) The minimum amount of consideration to be received by the corporation for its shares before it shall commence business is Ten Thousand Dollars (\$10,000.00) in cash or property of equivalent value.

(6) The shareholders of the corporation shall have no preemptive right to acquire additional or treasury shares of the corporation.

(7) The address of the initial registered office of the corporation in the State of North Carolina is 400 N.C.N.B. Plaza, ^{Forsyth County,} Winston-Salem, North Carolina 27101; and the name of the its initial registered agent at such address is Victor M. Lefkowitz.

(8) The number of directors of the corporation constituting the initial Board of Directors shall be Two; and the names and addresses of the persons who are to serve as Directors until the first meeting of shareholders, or until their successors are elected and qualified, are:

Elias Dalitsouris
50 N. Southerland Road
Winston-Salem, N.C.

Angelo Dalitsouris
50 N. Southerland Road
Winston-Salem, N.C.

(9) The name and address of all of the incorporators are:

Elias Dalitsouris
50 N. Southerland Road
Winston-Salem, N.C.

Angelo Dalitsouris
50 N. Southerland Road
Winston-Salem, N.C.

IN TESTIMONY WHEREOF, I have hereunto set my hand this 10
day of October, 1979.

Elias Dalitsouris
ELIAS DALITSOURIS
Angelo Dalitsouris
ANGELO DALITSOURIS

NORTH CAROLINA)
)
FORSYTH COUNTY)

I, Victor M. Lefkowitz, A Notary Public of Forsyth County, North Carolina, do hereby certify that ELIAS DALITSOURIS and ANGELO DALITSOURIS, of Forsyth County, North Carolina, personally appeared before me this day and acknowledged the due execution of the foregoing Articles of Incorporation.

WITNESS My hand and notarial seal, this the 10 day of October, 1979.
PRESENTED FOR
REGISTRATION
AND RECORDED

OCT 24 4 35 PM '79
My Commission Expires 10-25-84
REGISTER OF DEEDS
FORSYTH CO., N.C.

Victor M. Lefkowitz
Notary Public