

**Electronic Articles of Incorporation
For**

N12000008093
FILED
August 22, 2012
Sec. Of State
jahickman

MOE'S TC ADVERTISING CORPORATION

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MOE'S TC ADVERTISING CORPORATION

Article II

The principal place of business address:

1769 NW ST LUCIE W BLVD
PORT ST LUCIE, FL. 34986

The mailing address of the corporation is:

2145 ENCLAVE MILL DR.
DACULA, GA. 30019

Article III

The specific purpose for which this corporation is organized is:

OUR PURPOSE IS TO FURTHER THE MOE'S BRAND & TO PROVIDE
COMMUNITY GOODWILL FOR PARTICIPATING FRANCHISEES THROUGH A
NON-PROFIT COOPERATIVE AGREEMENT TARGETED THROUGH
PROMOTIONAL DISCOUNTS AND MARKETING INCENTIVES.

Article IV

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

JAVIER UTRERAS
1219 SW BELLEVUE AV,
PORT ST LUCIE, FL. 34986

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: JAVIER UTRERAS

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Article VI

The name and address of the incorporator is:

THIAGO PEREIRA
2145 ENCLAVE MILL DR.

DACULA, GA 30019

Electronic Signature of Incorporator: THIAGO PEREIRA

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
THIAGO PEREIRA
2145 ENCLAVE MILL DR.
DACULA, GA. 30019 US

Title: VP
ANDREA PURGASON
2145 ENCLAVE MILL DR.
DACULA, GA. 30019 US

Title: S
RIVAZ DHANJI
4680 WEATHERVANE DR.
ALPHARETTA, GA. 30022

Article VIII

The effective date for this corporation shall be:

08/22/2012