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Restated Articles
Filed 10-6-77

7 pgs.

A M E N D M E N T

Word Processing: October 7, 1977

By: Ba

Updating:

By: *Em 10/18/77*

A notification letter was mailed to: Jean H. Willis, Secretary
BURGER KING CORPORATION
Post Office Box 520783
Biscayne Facility
Miami, Florida 33152 Addressed to: Ms. Willis

An Amendment to the Articles of Incorporation of BURGER KING CORPORATION
was filed:

Filing Date: October 6, 1977

Remittance totaling: \$45.00

Charter Number : 193606

Action Taken:

Restacked Articles

Enclosure(s) (2)

193606

LAW DEPARTMENT

FILED

OCT 6 2 54 PM '77

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Restated
articles*

September 30, 1977

Secretary of State
State of Florida
The Capitol
Tallahassee, FL. 32304

Oct-57 1 - 56500 ***30

Oct-57 2 - 56400 ***15

Attention: Corporations Division

Dear Sir:

Attached hereto are three originals of a Restatement of the Articles of Incorporation of Burger King Corporation, prepared in accordance with Chapter 607 of the Florida General Corporations Act. One copy is for filing, and two for certification and return to me.

Also enclosed is our check for \$45.00 to cover the filing and certification costs.

Very truly yours,

BURGER KING CORPORATION

Jean H. Willis
Jean H. Willis
Secretary

JW/em
Encs.

2-

PRIVILEGE TAX	
C. TAX	
FILING	15
C. COPY	30
R. A. FEE	
P. COPY	
SEARCH	
TOTAL	45
BALANCE DUE	

[Signature]

BT

RECEIVED
OCT 5 9 21 AM '77

RESTATEMENT OF THE ARTICLES OF INCORPORATION
OF
BURGER KING CORPORATION

BURGER KING CORPORATION, a Florida corporation, was incorporated in the State of Florida under the name SOUTH FLORIDA RESTAURANT, INC., by articles of incorporation filed with the Secretary of State of Florida on June 2, 1956.

Various amendments have been made to the original articles of incorporation, which amendments have been duly filed with the Secretary of State of the State of Florida after adoption by the Board of Directors.

The Board of Directors of Burger King Corporation has duly adopted the Restatement of the Articles of Incorporation at the Annual Meeting of the Board held on August 4, 1977. The restatement only restates and integrates previous amendments, and does not further amend the provisions of the corporation's articles of incorporation as theretofore amended. There is no discrepancy between those provisions and the provisions of the restated articles of incorporation.

I.

The name of the corporation shall be:

BURGER KING CORPORATION

II.

The general nature of the business to be transacted by this corporation is:

To manufacture, process, build, install, buy, sell, deal in, store, transport, and otherwise handle sheet metal, ornamental iron; bronze, copper and other kinds of metallic materials useful in construction and building.

To acquire by purchase, lease, or otherwise, to equip, maintain and operate a general machine shop and foundry; to do repairing, welding, brazing, soldering, polishing, moulding, casting, pattern making, blacksmithing, lacquering, enameling, metal stamping and cutting, and electrical work.

To manufacture, purchase, or otherwise acquire and to own, mortgage, pledge, sell, assign or otherwise dispose of, and to invest in, trade in, deal in and with, goods, ware, merchandise, real and personal property, and services, of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To operate as a commissary for itself or others and to receive, unload, unpack, acquire, store, pack, preserve, protect, handle, load and transport food by

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STATE OF FLORIDA
TALLAHASSEE

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motor vehicle, food products, food stuffs, produce, condiments, confections and beverages of all kinds, and any articles, materials, ingredients, goods, wares, merchandise, products, machinery, equipment and property related or incidental thereto or useful, necessary or convenient in connection therewith, and in general to carry on any other business in connection with or related or incidental to the foregoing.

To buy, sell and otherwise deal in meats and poultry for human consumption, both live and dressed, retail and wholesale, slaughtering meat animals for human consumption, processing, dressing, curing, smoking and preparing all kinds of meat and poultry for sale, and distributing the same.

To buy, or otherwise acquire, manufacture, market, prepare for market, sell, import and export food and food products of every class and description, fresh, canned, preserved, frozen, concentrated, or otherwise.

To sell, prepare, cater all food and food service items, both wholesale and retail, to sell all kindred merchandise related to food and food service.

To conduct, operate and carry out a general restaurant business in all its aspects and to provide and maintain houses, inns, restaurants, buildings and other places for the sale of food, beverages and services for profit.

To carry on all or any of its operations and business and, without restriction or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in this state and in any of the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred upon corporations by the laws of the State of Florida. The foregoing clauses shall be construed both as objects and powers and the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation.

III

The amount of capital stock authorized shall be Three Million shares (3,000,000) of Common stock having a par value of \$1.00 per share, all of which stock when issued to be fully paid and non-assessable, fully participating as to equity and liquidation right, and having equal voting rights.

IV

The amount of capital with which the corporation will begin business shall be in excess of One Thousand Dollars (\$1,000.00).

V.

The corporation shall have perpetual existence.

VI.

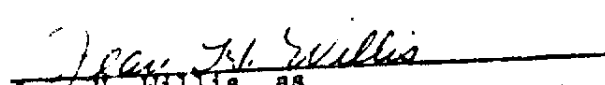
The post office address of the principal office of the corporation until further order of the board of directors shall be 7360 North Kendall Drive, Miami, Florida, 33156.

VII.

The number of its directors shall be not less than three(3) nor more than eleven (11) to be fixed from time to time by the by-laws of the corporation.

IN WITNESS WHEREOF, the said BURGER KING CORPORATION has made, under its corporate seal and the hand of its President, Donald N. Smith, and the hand of its Secretary, Jean H. Willis, the foregoing Certificate, and the President and Secretary have hereunto respectively set their hands and caused the corporate seal of the said corporation to be hereunto affixed this 19th day of Sept. , 1977.


Donald N. Smith, as
President of Burger King Corporation


Jean H. Willis, as
Secretary of Burger King Corporation

(corporate seal)

STATE OF FLORIDA)
COUNTY OF DADE) ss.

I HEREBY CERTIFY that on this day before me personally appeared DONALD N. SMITH and JEAN H. WILLIS, respectively as President and Secretary of BURGER KING CORPORATION, a corporation under the laws of the State of Florida, to me known to be the persons who signed the foregoing certificate as such officers, and severally acknowledged the execution thereof to be their free act and deed as such officers of the said company for the uses and purposes therein mentioned, and that they affixed thereto the official seal of said corporation, and that said instrument is the act and deed of said corporation.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 19th day of September, 1977, A.D.

Shirley A. Teller
Notary Public, State of Florida at Large

My commission expires:
NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES JUNE 12 1981
~~BONDED - FROM GENERAL JUNE 12 1981~~

(SEAL)