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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Fab'rik Franchise, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Sofia Jeong, Esq.

Name of Person

Troutman Sanders LLP

Firm/Company

600 Peachtree Street NE, Suite 5200

Address

Atlanta, GA 30308

City/State and Zip code

sofia.jeong@troutmansanders.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Sofia Jeong

Name of Person

at (404) 885-3678

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

TROUTMAN SANDERS LLP

ATTORNEYS AT LAW
A LIMITED LIABILITY PARTNERSHIP

BANK OF AMERICA PLAZA
600 PEACHTREE STREET, N.E. - SUITE 5200
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Direct Dial: 404-885-3678
Direct Fax: 404-962-6596

September 21, 2012

VIA FIRST CLASS MAIL

Office of Secretary of State
State of Florida
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

**Re: Fab'rik Franchise, Inc. – State of Florida Application to
Transact Business in Florida
Our Reference: 236844.000001**

Dear Sir/Madam:

Enclosed please find the following documents for filing:

1. Application by Foreign Corporation for Authorization to Transact Business in Florida;
2. Cover Letter;
3. An original Certificate of Existence from the State of Georgia (not a photocopy);
and
4. A check in the amount of \$70.00 for the application fee.

Thank you for your assistance with this matter, and please do not hesitate to contact us if you have any questions or require additional information.

Respectfully Submitted,

TROUTMAN SANDERS LLP



Sofia Jeong

/mlt

Enclosures

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Fab'rik Franchise, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Georgia

(State or country under the law of which it is incorporated)

3. 11-3770958

(FEI number, if applicable)

4. 2/17/2006

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1114 W. Peachtree Street, Atlanta, GA 30309

(Principal office address)

1114 W. Peachtree Street, Atlanta, GA 30309

(Current mailing address)

8. Any lawful business or activity

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

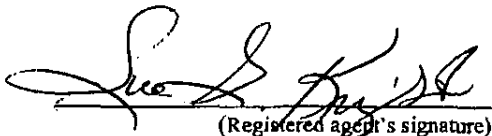
Tallahassee, Florida 32301

(City)

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

Sue G. Knight
Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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DIVISION OF CORPORATIONS

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Dana Spinola

Address: 1114 W. Peachtree Street, Atlanta, GA 30309

Vice Chairman: _____

Address: _____

Director: Dana Spinola

Address: 1114 W. Peachtree Street, Atlanta, GA 30309

Director: _____

Address: _____

B. OFFICERS

President: Dana Spinola

Address: 1114 W. Peachtree Street, Atlanta, GA 30309

Vice President: _____

Address: _____

Secretary: Dana Spinola

Address: 1114 W. Peachtree Street, Atlanta, GA 30309

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is 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.

14. Dana Spinola

(Typed or printed name and capacity of person signing application)

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STATE OF GEORGIA

Secretary of State

Corporations Division
313 West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530

CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

FAB'RIK FRANCHISE, INC.

Domestic Profit Corporation

was formed or was authorized to transact business on 02/17/2006 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 18th day of September, 2012

B. P. Kemp

Brian P. Kemp
Secretary of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS