

**N09000005992**

Florida Department of State  
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To:  
Division of Corporations  
Fax Number : (850) 617-6381

From:  
Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850) 521-1000  
Fax Number : (850) 558-1575

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**TALLY AD, INC.**

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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**6/18**

**ARTICLES OF INCORPORATION**  
(In compliance with Chapter 617, F.S. (Not-for-Profit))

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**ARTICLE I**  
**NAME**

The name of the corporation shall be Tally Ad, Inc.

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal street address of Tally Ad, Inc. is 10150 Highland Manor Drive, Suite 470, Tampa, Florida 33610.

**ARTICLE III**  
**PRINCIPAL PURPOSE**

The principal purpose of the corporation shall be to promote and further the interests of the members through advertising media, public relations, any other promotional media, trade research, quality control, centralized purchasing and other internal efficiencies; through the stimulation of sales, and of recognition through increased public exposure to the members' restaurants and their products; and through the development of methods for improved quality control, the reduction of purchase prices through encouraging and developing purchase channels and bulk purchasing, production and marketing analysis, and the pursuit of other internal efficiencies and increased profitability.

**ARTICLE IV**  
**ELECTION OF DIRECTORS**

The directors of the corporation shall be elected as provided in the corporation's Bylaws.

**ARTICLE V**  
**REGISTERED AGENT**

The name and Florida street address of the registered agent is Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

**ARTICLE VI**  
**INCORPORATOR**

The name and address of the Incorporator is Shaun Fleming, c/o Buchanan, Ingersoll & Rooney, PC 19950 W. Country Club Drive, Suite 101, Aventura, Florida 33180.

\*\*\*\*\*  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Kelley Coker, Asst. Secretary  
Signature of Corporation Service Company

6/17/09  
Date

Shaun S. Fleming  
Signature/Incorporator

6/17/2009  
Date

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