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#### ARTICLES OF INCORPORATION

OF

# WEST PALM BEACH FT. PIERCE DMA, INC., A CORPORATION NOT FOR PROFIT

The undersigned incorporator hereby files these Articles of Incorporation in compliance with Chapter 617, F.S. (Not for Profit).

### ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of this Corporation shall be WEST PALM BEACH FT. PIERCE DMA, INC. The principal office and mailing address of the Corporation shall be 8486 Athens Ct, Weeki Wachee, Florida 34613.

#### ARTICLE II – PURPOSE

The Corporation is organized as a not-for-profit corporation for the purpose of acting as a cooperative organization for persons and entities that operate Papa John's restaurants in Palm Beach County, Indian River County, Martin County, St. Lucie County, and Okeechobee County, Florida, in order to conduct advertising, marketing, research, promotions, and other related activities in connection with the operation by such persons or entities of Papa John's restaurants within such market areas. The Corporation is a not-for-profit Florida corporation and does not contemplate pecuniary gain to, or profit for, its members.

#### **ARTICLE III – DURATION**

The term of existence of the Corporation is perpetual.

# **ARTICLE IV - DIRECTORS**

The manner in which directors are elected or appointed are as stated in the Corporation's Bylaws.

#### ARTICLE V – MEMBERS

The number and qualifications of Members of this Corporation, the different classes of membership if, any, and the voting and other rights and privileges of Members shall be as set forth in the Bylaws.

# <u>ARTICLE VI - INITIAL REGISTERED AGENT</u>

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The street address of the initial Registered Agent of this Corporation in the State of Florida shall be 8486 Athens Ct, Weeki Wachee, Florida 34613. The name of the initial Registered Agent of this Corporation at the above address shall be Keith Krueger.

## **ARTICLE VII - INCORPORATOR**

The street address of the Incorporator of this Corporation in the State of Florida shall be 8486 Athens Ct, Weeki Wachee, Florida 34613. The name of the Incorporator of this Corporation at the above address is Keith Krueger.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein as of the 1st day of October, 2010. The undersigned is familiar with and accepts the obligations of the position of registered agent and accepts to act in this capacity.

Keith Krueger, Incorporator

and Registered Agent

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