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COVER LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: Ft. Myers - Maples Adventising Goop, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

FROM: Peorge CARISCH
Name (Printed or typed)

681 E. LAKE St. #262

Address

WAY 2ATA, MN 55391

City, State & Zip

612 - 812 - 5275

Daytime Telephone number

George & CARISCH INC - COM

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

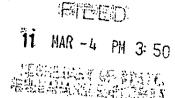
NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I – Ft. Myers – Naples, Florida Advertising Co-op, Inc.

ARTICLE II - PRINCIPAL OFFICE - 681 E Lake St # 262 Wayzata, MN 55391



ARTICLE III – The purpose for which this corporation is organized is; to create a nonprofit cooperative trade association to foster and promote the interests of the franchises and operators of Arby's Restaurants in the Ft. Myers - Naples Designated Marketing Area.

ARTICLE IV - The manner in which the directors are elected and appointed; During the Annual meeting at which a Quorum, 2/3rds of the voting members, are in attendance. whether they are present or by telephonic communication will elect all the officers.

ARTICLE V - INITIAL OFFICERS AND/OR DIRECTORS

Fred Stauber, President & Director 681 E Lake St. # 262 Wayzata, MN 55391

Al Bienveny, VP & Director 2117 Veterans Blvd. # 422 Metairie, LA 70002

Lori Farmer – Secretary & Director 3100 W Lake St # 440 Minneapolis, MN 55416

George Carisch, Treasurer & Director 681 E Lake St. # 262 Wayzata, MN 55391

ARTICLE VI - REGISTERED AGENT - Corporation Service Company 1201 Hays Street Tallahassee, FL 32301

ARTICLE VII – INCORPORATOR – George Carisch 681 E Lake St. # 262 Wayzata, MN 55391

Crause Measure	2/11/11
Signature of Registered Agent	Date

Jacqueline N. Casper Assistant VP

Printed name of Registered Agent

Signature of Incorporator