

**Electronic Articles of Incorporation
For**

N11000003039
FILED
March 24, 2011
Sec. Of State
scollins

ARBY'S CORP. CO-OP PANAMA CITY

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ARBY'S CORP. CO-OP PANAMA CITY

Article II

The principal place of business address:

50 BEAL PARKWAY SW
SUITE 9
FORT WALTON BEACH, FL. US 32548

The mailing address of the corporation is:

50 BEAL PARKWAY SW
SUITE 9
FORT WALTON BEACH, FL. US 32548

Article III

The specific purpose for which this corporation is organized is:

THIS NON-PROFIT ENTITY WILL BE CO-OP FOR ADVERTISING
EXPENSES.

Article IV

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

RICHARD JOHNSON PA
107 NORTH PARTIN
NICEVILLE, FL. 32578

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: RICHARD JOHNSON

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Article VI

The name and address of the incorporator is:

GREGORY THOMPSON
50 BEAL PARKWAY SW
SUITE 9
FORT WALTON BEACH, FL 32548

Electronic Signature of Incorporator: GREGORY THOMPSON

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
TONY WAINWRIGHT
50 BEAL PARKWAY SW SUITE 9
FORT WALTON BEACH, FL. 32548

Title: VP
GREGORY THOMPSON
50 BEAL PARKWAY SW SUITE 9
FORT WALTON BEACH, FL. 32548

Title: SEC
JIMMIE BEAVERS
50 BEAL PARKWAY SW SUITE 9
FORT WALTON BEACH, FL. 32548

Article VIII

The effective date for this corporation shall be:

04/15/2011