Document Number Only

CT Corporation System 660 East Jefferson Street Tallahassee, FL 32301 Tel 850 222 1092 Fax 850 222 7615 Attn: Jeff Netherton

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W-23660 W-23660



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 14, 1999

CT CORPORATION SYSTEM

SUBJECT: TALLAHASSEE ADVERTISING CO-OP, INC.

Ref. Number: W99000023660

We have received your document for TALLAHASSEE ADVERTISING CO-OP, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 299A00049530

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Florida Department of State

Articles of Incorporation For Florida Nonprofit Corporation

First: The Corporate name that satisfies the requirements of Section 617.0401 is:

Tallahassee Advertising Co-op , Inc.

Second: The purpose(s) for which the corporation is organized is:

To conduct advertising and promotions for the KFC outlets located within the Tallahassee, Florida Designated Market Area ("DMA").

Third: The address of the principal office, and the mailing address of the corporation is:

Kentucky Fried Chicken of Valdosta, Inc. 1203 N. Ashley Street Valdosta, GA 31601

Fourth: The street address of the initial registered office of the corporation is c/o C.T. Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324. The name of its initial register agent at such address is C.T. Corporation System.

Fifth: This corporation is organized under a non-stock basis.

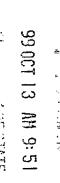
<u>Sixth</u>: The directors of the Co-op shall consist of all persons or entities which now or hereafter operate one or more KFC outlets located anywhere within the Market Area under a validly existing agreement with KFCC. KFC National Management Company ("NMC") (or its affiliates) shall be a director if it operates or acquires one or more KFC outlets in the Market Area. Membership shall automatically commence when a person or entity acquires a KFC franchised outlet in the Market Area or when a person or entity opens a new KFC franchised outlet in the Market Area.

Seventeenth: The name and address of each incorporator is:

Sonny Lyon Lyon Management Co., Inc. 318 S. Coffee Street Douglas, GA 31533

Owen D. Harris KFC, Inc. 1203 North Ashley St. Valdosta, GA 31601

Lawrence Helms
Helms Foodservice, Inc.
I-75 and US 90 (Service Rd)
Lake City, FL 32056



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Seventeenth: (Con	tinued)			. ₹	
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3535 Colonel Vand	lerhorst		KFC, Inc.	÷	
Mt. Pleasant, SC 2			1015 East Shotwell		
,			Bainbridge, GA 31717	_	
			J ,		
The undersigned ha	as executed these arti	cles of incorp	ooration		
This 12th	1	_day_of	October	, 1999	
		By: OL	nature of an Incorporator)	mis)	
	Owen D. Harris, President Kentucky Fried Chicken of Valdosta, Inc.				
		Ken	tucky Fried Chicken of V	aldosta, Inc.	
corporation at the pregistered agent and all statutes relative to	lace designated in the l agree to act in this o	ese provision capacity. I fun plete perfort	e service of process for the s, I hereby accept the apporther agree to comply with mance of my duties, and I d agent.	ointment as h the provisions of	
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Dated: 10 [13	3, 19 <u>99</u>	. By:_	Comie Brugs	· -	
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