

N990000006127

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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-10/14/99--01004--006
*****70.00 *****70.00

CORPORATION(S) NAME

Tallahassee Advertising Co-op, Inc.

- | | | |
|---|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
Availability _____
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Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

10/13/99

99 OCT 13 AM 9:51
TALLAHASSEE, FLORIDA
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
99 OCT 13 PM 3:40

RECEIVED

RECEIVED

W-23660
JC 10/14



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

RECEIVED
99 OCT 15 PM 4:18
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Please Back - Late
Thurs
JP

Florida Department of State
Articles of Incorporation
For Florida Nonprofit Corporation

FILED
99 OCT 13 AM 9:51
STATE
TALLAHASSEE, FLORIDA

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.

Sixth: 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

Page 2

Seventeenth: (Continued)

Brady Keys
Brady Keys Fried Chicken
407 S. Slappey Blvd.
Albany, GA 31707

Lokman G. Chowdhury
Chowdhury & Hines Chicken, Inc.
2100 S. Byron Butler Parkway
Perry, FL 32347

Terri Rowe
3535 Colonel Vanderhorst
Mt. Pleasant, SC 29466

Joe Keegan
KFC, Inc.
1015 East Shotwell
Bainbridge, GA 31717

FILED
99 OCT 13 AM 9:51
TALLAHASSEE, FLORIDA

The undersigned has executed these articles of incorporation

This 12th day of October, 1999

By: Owen D. Harris
(Signature of an Incorporator)

Owen D. Harris, President
Kentucky Fried Chicken of Valdosta, Inc.

Having been named as registered agent and to receive service of process for the above stated corporation at the place designated in these provisions, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

Dated: 10/13, 19 99

By: Connie Bryan
(Officer of Corporation)
CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY
Name