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01 SEP -4 PM 2:05
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

~~ST. PETE DONUTS, INC.~~

FDHOA Franchising Corp. # 2

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 30, 2001

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SUBJECT: ST. PETE DONUTS, INC.
REF: W01000020284

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is FDHOA Franchising Corp. #2.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

7500 Ulmerton Rd., Suite 29
Largo, FL 33771

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000,000 shares of one-tenth of one cent (\$.001) par value common stock which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4128 28th Street North, St. Petersburg, FL 33714 and the name of the initial registered agent of this corporation at that address is Wade Yeakle.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) Director to hold office until the first annual meeting of the stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Matthew Martini
7500 Ulmerton Rd., Suite 29
Largo, FL 33771

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ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Wade Yeakle
Attorney at Law
4128 28th Street North
St. Petersburg, FL 33714

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

DATED: September 4th, 2001.


Wade Yeakle, Incorporator
Attorney at Law

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Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Sec. 607.0501, Florida Statutes, the following is submitted:


First that, FDHOA Franchising Corp. #2, desiring to organize or qualify under the laws of the State of Florida, has named Wade Yeakle, 4128 28th Street N., St. Petersburg, FL 33714 as its agent to accept service of process within Florida.

Dated: September 4th, 2001.


Wade Yeakle, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby 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 any duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: September 4th, 2001.


Wade Yeakle

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