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LAW OFFICES OF LAWRENCE W. DUFFY

November 14, 2001

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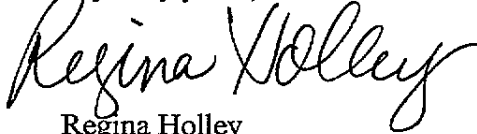
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: The Curvy Chick, Inc.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation, our check numbered 1550 in the amount of \$70.00, and a stamped self-addressed envelope for the above referenced matter. Please file the original Articles of Incorporation and return the copy date stamped in the attached envelope. Should you have any questions please feel free to contact our office.

Very truly yours,



Regina Holley  
Legal Assistant to M. Chris Edwards, Esq.

rah:enc.

FILED  
01 NOV 16 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11-20-01  
WCC

**ARTICLES OF INCORPORATION  
OF  
THE CURVY CHICK, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**Name**

The name of the corporation shall be THE CURVY CHICK, INC.

**ARTICLE II**

**Duration**

This corporation shall exist perpetually.

**ARTICLE III**

**Purpose**

This corporation is organized for the purpose of engaging in any or all lawful business for which corporations may be incorporated.

**ARTICLE IV**

**Capital Stock**

This corporation is authorized to issue 100,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

**ARTICLE V**

**Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which she already holds, shall have the right to purchase her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE VI**

### **By-Laws**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

## **ARTICLE VII**

### **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 916 Firetree Road, North Palm Beach, FL 33408, and the name of the initial registered agent of this corporation at such office is Heather Benjamin, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process. The mailing address of this corporation is 916 Firetree Road, North Palm Beach, FL 33408.

## **ARTICLE VIII**

### **Initial Board of Directors**

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws.

## **ARTICLE IX**

### **Incorporator**

The name and address of the person signing these Articles of Incorporation is:

Heather Benjamin  
916 Firetree Road  
North Palm Beach, FL 33408

## **ARTICLE X**

### **Amendment**

This corporation reserves the right to amend or repeal any provisions 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, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned subscriber has executed these Articles of Incorporation this 14 day of November, 2001.

  
\_\_\_\_\_  
Heather Benjamin

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for THE CURVY CHICK, INC. at the place designated in the articles of incorporation, Heather Benjamin, agrees to act in this capacity and agrees to comply with the provisions of section 48.091 relative to keeping such office open.

Dated this 14 day of November, 2001.

  
\_\_\_\_\_  
Heather Benjamin