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**LISA & SOUSA, Ltd.**

ATTORNEYS - AT - LAW  
(A PROFESSIONAL CORPORATION)

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Carl B. Lisa  
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Robert G. Branca, Jr. \*†  
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of Counsel

\* (Also Member of Massachusetts Bar)  
\*\* (Member of Massachusetts Bar)  
† (Also Member of District of Columbia Bar)

October 7, 2002

VIA: FEDERAL EXPRESS

Florida Secretary of State  
409 East Gaines Street  
Tallahassee, FL 32399

RE: OLDSMAR DONUTS, INC.  
Our File No. 10885

To the Clerk:

Enclosed please find Articles of Incorporation for the above corporation, along with the filing fee in the amount of \$78.75. I have also enclosed an extra copy for certification by your office and return to me in the stamped, self-addressed envelope provided. Thank you.

Very truly yours,

LISA & SOUSA, LTD.

*Louis A. Sousa*  
Louis A. Sousa

LAS/dac  
Enclosures

FILED  
02 OCT 14 AM 8:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-10/14/02-01030-019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

10-15-02  
*[Signature]*

ARTICLES OF INCORPORATION  
OF  
OLDSMAR DONUTS, INC.

ARTICLE I - NAME

The name of the Corporation is: OLDSMAR DONUTS, INC.

ARTICLE II - PURPOSE

The corporation is organized for the purpose of operating franchise and other related business, entering into leases therefor, and to do all acts necessary and incidental thereto.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue Six Hundred (600) shares common stock, each with par value of One and 00/100 (\$1.00) Dollar.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 3270 Tampa Road, Oldsmar, Florida 34677 and the name of the initial registered agent of this corporation at that address is Virginio Brum. The initial registered office and the principal office of the corporation are one in the same.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the By-Laws. The names and addresses of the directors of this Corporation are:

Virginio Brum and  
Lucy Brum  
2786 Jarvis Circle  
Palm Harbor, FL 34683

ARTICLE VI - INCORPORATOR

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

Louis A. Sousa, Esq.  
Lisa & Sousa, Ltd.  
5 Benefit Street  
Providence, RI 02904

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02 OCT 14 AM 8:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE VIII - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of October, 2002.

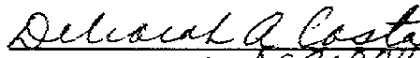


Louis A. Sousa, Esq.  
Incorporator


STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Louis A. Sousa, Esq., known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 7th day of October, 2002.

  
Notary Public DEBORAH A. COSTA  
My Commission Expires: 4/30/06

I ACCEPT THE DESIGNATION AS REGISTERED AGENT FOR THE  
ABOVE-CAPTIONED CORPORATION, OLDSMAR DONUTS, INC.

  
Virginio Brum, Registered Agent