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DIVISION OF CORPORATION

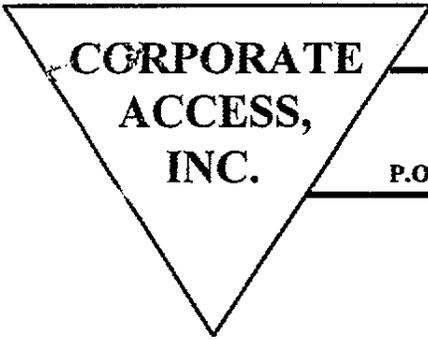
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FILING Articles

1.) Creek Systems Franchising, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

ARTICLES OF INCORPORATION

OF

CREEK SYSTEMS FRANCHISING, INC.

ARTICLE I

The name of this corporation is Creek Systems Franchising, Inc.

ARTICLE II

This corporation shall exist perpetually. It shall commence on filing of these Articles.

ARTICLE III

The total number of shares that the corporation has authority to issue is 1000 all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE IV

The street address of the initial registered office of this corporation is 4595 Lexington Avenue, Jacksonville, Florida 32210 and the name of the initial registered agent of this corporation at that address is Marie Wells. The above is also the mailing address.

ARTICLE V

This corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the by-laws, but there shall never be less than one. The name and address of the initial director of this corporation is:

Marie Wells

4595 Lexington Avenue
Jacksonville, FL 32210

ARTICLE VI

The purpose of this corporation is to own and operate restaurants, to franchise restaurants, and to engage in all forms of lawful business activities.

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ARTICLE VII

The name and address of the person signing these Articles is Marie Wells, 4595 Lexington Avenue, Jacksonville, FL 32210.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 5th day of November, 2002.

Marie Wells

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STATE OF FLORIDA
COUNTY OF DUVAL

Before me, a Notary Public authorized to take acknowledgments, in the state and county set forth above, personally appeared Marie Wells known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she 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 5th day of November, 2002.

Wanda S. Scott
Notary Public, State of Florida
At large.



WANDA S. SCOTT
Notary Public, State of Florida
my Comm. expires April 8, 2003
Comm. No. CC 824859

CONSENT

I, Marie Wells, do hereby consent to the designation in these Articles of Incorporation as registered agent of the corporation.

Marie Wells