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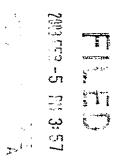
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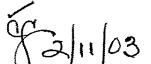




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Moody, Jones & Montefusco, P.A.

Attorneys at Law
Bank of America Building
1333 S. University Drive, Suite 201
Plantation, Florida 33324
Telephone (954) 473-6605
Telefax (954) 473-6855

FILED

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TÄLLAHASSZE FLORIDA

STEVE E. MOODY KENNETH M. JONES FRANK A. MONTEFUSCO * MICHAEL J. INGINO EDWARD N. PORT MARIE P. MONTEFUSCO** DANIELS. STEIN

ROBERT M. LEVIN - Of Counsel ***
RONALD E. SHNIDER - Of Counsel ****

- * Also Admitted in New Jersey
- *** Also Admitted in California and Utah

 *** Also Admitted in New York and Connecticut **** Also Admitted in Washington D.C.

January 29, 2003

Secretary of State Corporations Division 409 E. Gaines Street Tallahassee, Florida 32310

Re:

CHAR-HUT & YOU FRANCHISING, INC.

Gentlemen:

Please find enclosed an original and one copy of the properly executed Articles of Incorporation for the above referenced corporation along with my trust account check in the amount of \$78.75 to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Designation	_35.00
TOTAL	\$ 78.75

Please return a certified copy of the Certificate of Incorporation using the enclosed pre-addressed stamped envelope.

Thank you for your cooperation in this matter.

Very truly yours,

SEM/Is Encl.

ARTICLES OF INCORPORATION EFFECTIVE DATE

 \mathbf{OF}

012903

FILED

CHAR-HUT & YOU FRANCHISING, INC.

2003 FEB -5 PM 3:57

WE, THE UNDERSIGNED, hereby subscribe to the following document for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation, Fright, privileges, and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be Char-Hut & You Franchising, Inc.

ARTICLE II

The street address of the initial principal office of this corporation is 3500 SW 116th Avenue, Davie, Florida 33330 and the name and address of the initial registered agent of this corporation is Moody, Jones & Montefusco, P.A., 1333 S. University Drive, Suite 201, Plantation, FL 33324. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE III

The nature of the business or purpose to be conducted or promoted are any such activities as are lawful and for which corporations may be organized under the general corporation law of Florida; provided, however, the powers, rights and privileges provided in this certificate are not to be deemed to be in limitation of similar, other, or additional powers, rights and privileges granted or permitted to this corporation by the general corporation law of this state under which this corporation by virtue hereof becomes deemed to be incorporated it being intended that this corporation shall be authorized to have and shall have the powers, rights and privileges granted to or permitted to corporations by such statute.

ARTICLE IV

The total authorized capital stock of this corporation shall consist of 10,000 shares at no par value, which shall be common stock. The Board of Directors may from time to time, fix a consideration for which shares may be issued and sold.

ARTICLE V

The amount of capital which this corporation shall commence business with shall not be less than \$500.00.

ARTICLE VI

The corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these articles.

ARTICLE VII

The business of this corporation shall be conducted by a Board of Directors, which shall consist of not less than two (2) and no more than five (5) directors.

The officers of this corporation shall be President, Vice President, Secretary and Treasurer, and such other officers as may be set forth in the By-Laws.

ARTICLE VIII

The name and address for the members of the first Board of Directors, who shall hold office from the organization of this corporation to the first annual meeting thereof, or until their successors are elected and have qualified, are as follows:

Joseph P. Cammisa 3500 SW 116th Avenue Davie, Florida 33330

Katherina Cammisa 3500 SW 116th Avenue Davie, Florida 33330

Anthony J. Cammisa 3500 SW 116th Avenue Davie, Florida 33330

Judith A. Cammisa 3500 SW 116th Avenue Davie, Florida 33330

ARTICLE IX

The following shall hold office named until their successor shall be regularly elected and qualified:

Chairman

Joseph P. Cammisa 3500 SW 116th Avenue Davie, Florida 33330

Chief Executive Officer/

President

Anthony J. Cammisa 3500 SW 116th Avenue Davie, Florida 33330

Vice President

Judith A. Cammisa 3500 SW 116th Avenue Davie, Florida 33330

Secretary

Katherina Cammisa 3500 SW 116th Avenue Davie, Florida 33330

ARTICLE X

The name and address of the subscriber is: Steve E. Moody, 1333 S. University Drive, Suite 201, Plantation, FL 33324

ARTICLE XI

The corporation hereby designates Moody, Jones & Montefusco, P.A., as Registered Agent for service of process.

Said registered agent having been named to accept service of process for the corporation agrees to act in this capacity and agrees to comply with the provisions of the Florida Statute 48.901 relative thereto.

Moody, Jones & Montefusco, P.A.

I THE UNDERSIGNED, being the subscriber of the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 222 day of January, 2003. STATE OF FLORIDA COUNTY OF BROWARD The foregoing instrument was acknowledged before me this 29th day of January, 2003 by Steve E. Moody. Lucelenia Soto My Commission Expires: Commission # CC 944070 Print, Type or Stamp Commissioned rphrea June 11, 2004 Name of Notary Public Personally Known Produced Identification Type of Identification Produced: