



**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Removal and Replacement of Officers for KFC, Inc.

**DOCUMENT NUMBER:** P03000123420

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kevin M. Forrest

(Name of Person)

KFC, Inc.

(Name of Firm/ Company)

6105 North Willow Lane

(Address)

Crestview, FL 32536

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Kevin M. Forrest

(Name of Person)

at ( 850 ) 682-4152

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Articles of Amendment  
to  
Articles of Incorporation  
of  
KFC, INC.

FILED  
04 JUN -3 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(Name of corporation as currently filed with the Florida Dept. of State)

P03000123420

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

As voted on and approved by the corporation's officers, directors

and shareholders (see copies of Corporate minutes attached),  
the Corporation has voted and approved the removal of Paul K.  
Quarrier as Secretary, and has replaced him with William A.  
Manning. This amendment changes Article VII of the original  
Articles of Incorporation filed with the State of Florida on  
October 31, 2003.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: April 27, 2004

Effective date if applicable: April 27, 2004  
(no more than 90 days after amendment file date)

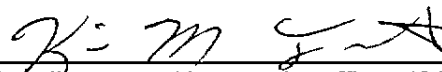
Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by  
\_\_\_\_\_."  
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 27th day of April, 2004.

Signature   
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Kevin M. Forrest  
(Typed or printed name of person signing)

President  
(Title of person signing)

**FILING FEE: \$35**

**MINUTES OF THE SPECIAL MEETING OF THE  
OFFICERS, BOARD OF DIRECTORS AND STOCKHOLDERS  
OF  
KFC, Inc.**

Pursuant to waiver of notice (copies of which are attached), a special meeting of the Officers, Board of Directors and Stockholders of the above corporation was held on April 27, 2004 at 8:00 a.m. at the offices of the Corporation's accountant, located at 797 North Pearl Street, Crestview FL. The Corporation's president, Kevin M Forrest, presided over the meeting as chairman.

The purpose of the meeting: To remove Paul K Quarrier as Corporate Secretary and director, and to replace him with William A Manning

**I. QUORUM.** A quorum was declared present based on the presence of the following Directors: Kevin M Forrest and Jason C Moore; and the following Shareholders who were present as follows:

- Shareholder: Kevin M Forrest  
Number of Shares: 800  
The Shareholder was represented in person.

- Shareholder: Jason C Moore  
Number of Shares: 100  
The Shareholder was represented in person.

The following corporate actions were taken by appropriate motions duly made, seconded, and adopted by the unanimous vote of the Stockholders entitled to vote.

**II. REMOVAL AND REPLACEMENT OF CORPORATE OFFICER AND DIRECTOR.** Kevin M Forrest, as chairman of the meeting, made a motion that the officers and directors vote to remove Paul K Quarrier as Corporate Secretary and as a Corporate Director. Jason C Moore stated that this was in accordance with the Corporation's By-Laws which state:

*Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors, whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.  
Election or appointment of an officer or agent shall not of itself create contract rights.*

In addition, Kevin M Forrest made a motion to replace the removed officer and director (Paul K Quarrier) with William A Manning, who would serve as Corporate Secretary and as a Corporate Director for the remainder of 2004.

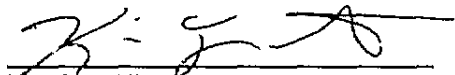
Both motions were seconded by Jason C Moore, and they were passed by unanimous vote of the stockholders present.

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**IV. AUTHORIZATION OF CORPORATE ACTION.** The Officers and Directors were then authorized to take all actions and to sign all documents reasonably needed to:

- **Remove and Replace Officer and Director.** Kevin M Forrest and Jason C Moore were then authorized and agreed to execute all documents necessary to properly remove Paul K Quarrier as Corporate Secretary and Director, as reflected in the corporate books and records, and on other documents as may be necessary (such as bank signature cards, Florida Corporation registration documents and annual reports, etc.); and to replace him with William A Manning who would serve as Corporate Secretary and a Corporate Director.

There being no further business, the meeting was duly adjourned.



Kevin M Forrest  
President  
Director  
Stockholder