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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1/20/04

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TRANSMITTAL LETTER

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

ATT: NEW FILING SECTION

Date: JAN 1, 2004

SUBJECT: KBY FOODS, INC.  
\_\_\_\_\_  
(proposed corporate name)

Enclosed are the ARTICLES OF INCORPORATION of the subject corporation. Our check for \$122.50 is enclosed.

FROM: KEUN BAE YI, PRES  
KBY FOODS, INC.  
DBA BASKIN-ROBBINS/DUNKIN DONUTS  
746 S. ATLANTIC AVE.  
ORMOND BEACH, FL 32176

ARTICLES OF INCORPORATION

OF

KBY FOODS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

KBY FOODS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

KBY FOODS, INC.  
DBA BASKIN-ROBBINS/DUNKIN DONUTS  
746 S. ATLANTIC AVE,  
ORMOND BEACH, FL 32176

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares of common no-par value stock

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ARTICLE IV INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is:


KEUN BAE YI, PRES.  
KBY FOODS, INC.  
DBA BASKIN-ROBBINS/DUNKIN DONUTS  
746 S.ATLANTIC AVE.  
ORMOND BEACH, FL 3217

ARTICLE V INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is:

KEUN BAE YI, PRES.  
KBY FOODS, INC.  
DBA BASKIN-ROBBINS/DUNKIN DONUTS  
746 S.ATLANTIC AVE.  
ORMOND BEACH, FL 32176

The undersigned incorporator has executed these Articles of Incorporation this 1ST day of JAN, 2004

  
\_\_\_\_\_  
Signature - KEUN BAE YI, PRES.

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

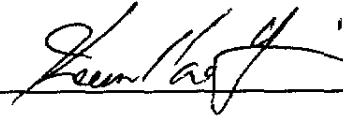
Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:  
    KBY FOODS, INC.
2. The name and address of the registered agent and office is:  
    KEUN BAE YI, PRES.  
    KBY FOODS, INC.  
    DBA BASKIN-ROBBINS/DUNKIN DONUTS  
    746 S. ATLANTIC AVE.  
    ORMOND BEACH, FL 32176

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE \_\_\_\_\_



DATE: \_\_\_\_\_ JAN 1, 2004 \_\_\_\_\_

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