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To:
Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : CSH SERVICES, LLC
Account Number : I20070C00160
Phone : (800) 494-3124
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FLORIDA PROFIT/NON PROFIT CORPORATION

CARBY'S INC.

Certificate of Status	0
Certified Copy	0
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MRS 10/30

#09000231050.3

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

CARBY'S INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

8011 NW 15TH MANOR
PLANTATION, FLORIDA 33322

ARTICLE III PURPOSE

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock is:

1,500 COMMON SHARES PAR VALUE \$0.01

ARTICLE V INITIAL OFFICERS / DIRECTORS (optional)

The name(s), address(es), and title(s) of the directors and officers is/are:

DIRECTOR

MARJORIE E. HALSTEAD

8011 NW 15TH MANOR

PLANTATION, FLORIDA 33322

VICE PRESIDENT

BYRON B. HALSTEAD

8011 NW 15TH MANOR

PLANTATION, FLORIDA 33322

PRESIDENT

N. CAROLYN RICHARDS

8011 NW 15TH MANOR

PLANTATION, FLORIDA 33322

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PAGE 2 CARBY'S INC.

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

MARJORIE E HALSTEAD
8011 NW 15TH MANOR
PLANTATION, FLORIDA 33322

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ARTICLE VII INCORPORATOR


The name and street address of the incorporator is:

MARJORIE E HALSTEAD
8011 NW 15TH MANOR
PLANTATION, FLORIDA 33322

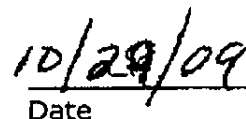
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



MARJORIE E HALSTEAD / Registered Agent


Date

MARJORIE E HALSTEAD / Incorporator


Date

#-09000231050-3.