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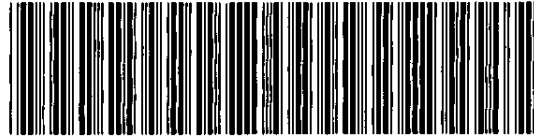
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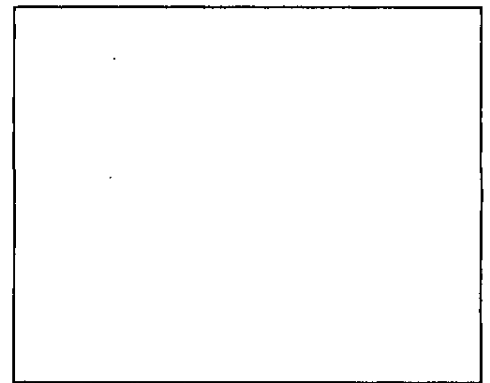
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FLORIDA RESEARCH & FILING SERVICES, INC.  
1211 CIRCLE DRIVE  
TALLAHASSEE, FL 32301  
PHONE (850)656-6446



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WALK-IN

ENTITY NAME:

ULTIMATE FRANCHISE SYSTEMS, INC.

CK# 4523 FOR \$128.75

PLEASE FILE THE ATTACHED ARTICLES & RETURN THE FOLLOWING:

☒ XXX CERTIFIED COPY

☐ STAMPED COPY

☐ CERTIFICATE OF STATUS

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 9, 2010

FLORIDA RESEARCH AND FILING SERVICES, INC.

SUBJECT: ULTIMATE FRANCHISE SYSTEMS, INC.  
Ref. Number: W10000017361

We have received your document for ULTIMATE FRANCHISE SYSTEMS, INC. and your check(s) totaling \$128.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Number 5 listed in your certificate of domestication needs to reflect the jurisdiction where you were filed prior to filing in Florida.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Regulatory Specialist II  
New Filing Section

Letter Number: 810A00008704

\* RE-SUBMITTING  
w/ CORRECTIONS

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

### CERTIFICATE OF DOMESTICATION

The undersigned, Tim Murray is the Chief Executive Officer and sole Director of Ultimate Franchise Systems, Inc. and was elected to such positions by the written consent of the majority shareholders of Ultimate Franchise Systems, Inc. on March 11, 2010, and on April 1, 2010, the undersigned, Tim Murray was elected by the majority shareholders to serve and continue in such positions upon and after the conversion of Ultimate Franchise Systems, Inc. into a Florida Corporation, in accordance with Section 607.1801, of the Florida Statutes. In connection therewith, Tim Murray does hereby certify:

1. The date on which corporation was first formed was July 19, 1995.
2. The jurisdiction where the above named Corporation was first formed, incorporated, or otherwise came into being was Colorado. The Corporation became a Nevada Corporation on April 25, 2002.
3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication Ultimate Franchise Systems, Inc. was a Nevada Corporation.
4. The name of the Corporation, as set forth in its articles of incorporation, to be filed pursuant to Florida Statute 607.0202 and 607.0401 with this certificate is Ultimate Franchise Systems, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Nevada.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Tim Murray, of Ultimate Franchise Systems, Inc. and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the April 2, 2010.

  
Tim Murray, Chief Executive Officer

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
10 APR -9 AM 10:09

Articles of Incorporation

In compliance with chapter 607, Florida Statutes

Article I Name

The name of the corporation shall be Ultimate Franchise Systems, Inc.

Article II Principal Office

The principal mailing address of the corporation is 1515 International Parkway, Suite 2013, Heathrow, Florida 32746

Article III Purpose

The purpose for which the corporation is organized any and all lawful purpose.

Article IV Shares

The number of shares of stock the corporation is authorized to issue is 500,000,000 shares.

Article V. Initial Directors and/or Officers

Tim Murray is the chief executive officer and sole director of the corporation.

Article VI Initial Registered Agent and Street Address

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

Brenda Lee Hamilton, Esquire  
Hamilton & Lehrer, P.A.  
101 Plaza Real South Suite 201 South  
Boca Raton Florida 33432

Article VII Incorporator

The name and address of the incorporator is:

Brenda Lee Hamilton, Esquire  
Hamilton & Lehrer, P.A.  
101 Plaza Real South Suite 201 South  
Boca Raton Florida 33432

Registered Agent

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Brenda Lee Hamilton, April 1, 2010  
Signature/Registered Agent and Date

  
\_\_\_\_\_  
Brenda Lee Hamilton, April 1, 2010  
Signature/Incorporator Date

FILED  
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TALLAHASSEE, FLORIDA  
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