

**Electronic Articles of Incorporation
For**

P11000024772
FILED
March 11, 2011
Sec. Of State
jshivers

POP'S COUNTRY DINER CORPORATION

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

POP'S COUNTRY DINER CORPORATION

Article II

The principal place of business address:

5490 S. FLORIDA AVENUE
INVERNESS, FL. 34450

The mailing address of the corporation is:

5490 S. FLORIDA AVENUE
INVERNESS, FL. 34450

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

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

KAREN L HOYER
12521 S. HOYER TERRACE
FLORAL CITY, FL. 34436

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: KAREN L. HOYER

P11000024772
FILED
March 11, 2011
Sec. Of State
jshivers

Article VI

The name and address of the incorporator is:

DELEA R. BOWERS
9344 MCINTYRE ROAD

BROOKSVILLE, FLORIDA 34601

Electronic Signature of Incorporator: DELEA R. BOWERS

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
KAREN L HOYER
12521 S. HOYER TERRACE
FLORAL CITY, FL. 34436

Title: VP
DELEA R BOWERS
9344 MCINTYRE ROAD
BROOKSVILLE, FL. 34601

Article VIII

The effective date for this corporation shall be:

03/07/2011