

**Electronic Articles of Incorporation
For**

P13000017199
FILED
February 21, 2013
Sec. Of State
jshivers

QDOBA RESTAURANT 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:

QDOBA RESTAURANT CORPORATION

Article II

The principal place of business address:

4865 WARD RD.
500
WHEAT RIDGE, CO. 80033

The mailing address of the corporation is:

4865 WARD RD.
500
WHEAT RIDGE, CO. 80033

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS. CASUAL FAST RESTAURANT

Article IV

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

1,000

Article V

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

CORPORATION SERVICES COMPANY
1201 HAYS STREET
TALLAHASSEE, FL. 32301

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

Registered Agent Signature: DEXTER MATTHEWS

Article VI

The name and address of the incorporator is:

JACK IN THE BOX INC.
9330 BALBOA AVE.

SAN DIEGO, CA 92123

Electronic Signature of Incorporator: MICHELLE MEISENBACH

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: P
GARY BEISLER
4865 WARD RD., STE. 500
WHEAT RIDGE, CO. 80033 US

Title: CFO
JERRY REBEL
9330 BALBOA AVE.
SAN DIEGO, CA. 92123 US

Title: VP
BRUCE VERMILYEA
4865 WARD RD., STE. 500
WHEAT RIDGE, CO. 80033

Title: SCTY
MICHAEL J SNIDER
9330 BALBOA AVE.
SAN DIEGO, CA. 92123 US

Title: SCTY
MICHELLE MEISENBACH
9330 BALBOA AVE.
SAN DIEGO, CA. 92123 US