

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

000-342-8086

P95000002131

CSC networks

MAIL TO:
P.O. BOX 5020
TALLAHASSEE, FL 32314

ACCOUNT NO. : 0721000000032

REFERENCE : 522102 9921A

AUTHORIZATION :

COST LIMIT : 0 PPD

ORDER DATE : January 9, 1995

ORDER TIME : 8:45 AM

ORDER NO. : 522102

CUSTOMER NO: 9921A

CUSTOMER: Thomas Sherman, Esq
THOMAS G. SHERMAN, ESQ

218 Almeria Avenue

Coral Gables, FL 33134

DOMESTIC FILING

P95000002131

NAME: DON'S OF SOUTH FLORIDA, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
95 JAN 9 11 35
TALLAHASSEE, FL

695-466
789-524-671
Note: the incorporator
is named in Article
5 is different
from the one
signing on such.

EFFECTIVE DATE
1-15-95

1-15-95
11/0



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 9, 1995

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: DON'S OF SOUTH FLORIDA, INC.
Ref. Number: W95000000466

RESUBMIT

We have received your document for DON'S OF SOUTH FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

THE INCORPORATOR NAMED IN ARTICLE 5 IS DIFFERENT FROM THE ONE SIGNING AS SUCH.

Please return 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 (904) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 195A00000768

ARTICLES OF INCORPORATION

DON'S OF SOUTH FLORIDA, INC.

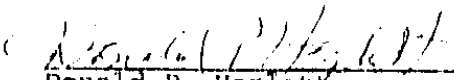
The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is Don's of South Florida, Inc. (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is 23600 Mapleridge, Southfield, Michigan 48075.
- THIRD:** The corporation is authorized to issues 1,000 shares of common stock, par value \$1.00 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: 218 Almeria Avenue, Coral Gables, Florida 33134.
- FIFTH:** The name and address of the incorporator of the Corporation is: Donald P. Hazlett, 23600 Mapleridge, Southfield, Michigan 48075.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial director of the Corporation is: Donald P. Hazlett, 23600 Mapleridge, Southfield, Michigan 48075.
- EIGHTH:** The Corporation expressly elects not to be governed by Section 607.09011 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- NINTH:** The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.
- TENTH:** The corporate existence of the Corporation shall commence on January 4, 1995.

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TALLAHASSEE

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of January, 1995.



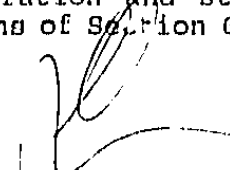
Donald P. Hazlett
Director

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



Thomas G. Sherman, Esquire

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95 JAN -9 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA