CORPORATION INFORMATI SERVICES, INC. 1201 HAYS STREET TALLAHASSEE, FL 3210 904-222-9171 904-222-0193 FAX

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MAIL TO: P.O. Box 5828 TALLAHASSCE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE: 543390

AUTHORIZATION :

COST LIMIT : 9 70.00

ORDER DATE: February 14, 1995

ORDER TIME : 3:23 PM

ORDER NO. : 543390

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CUSTOMER NO: 146446A

CUSTOMER: Mr. Elliot Fine

MR. ELLIOT FINE

Suite 160-116

222 Lakeview Avenue

West Palm Beach, FL 33401

DOMESTIC FILING

000013549

NAME:

EI FRANCHISING, INC.

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY XX PLAIN STAMPED COPY ____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF

EI FRANCHISING, INC.

SECRETALLAMASSIE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

EI FRANCHISING, INC.

The address of the principal office of this corporation shall be 222 Lakeview Avenue, Suite 160-116, West Palm Beach, Florida 33401, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Elliot I. Fine Dir.

222 Lakeview Avenue, Suite 160-116 West Palm Beach, Florida 33401

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

> Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on February 16, 1995.

> Its Agent, Gail Shelby Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Gail Shelby
Authorized Service Representative Corporation Service Company

KWJ/dgs

P9500013549

Esperanté Center 222 Lakeview Avenue, Suite 160-116 West Palm Beach, Florida 33401

CR2E031(10/92)

OFFICE USE ONLY

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1.	(Corporat	on Nama)	(Document #)		_
2.	(Corporation Name)		(Document #)		-
3.	(Corporat	on Name)	(Document #)		_
4.	(Corporation Name)		(Document #)	TALLY SECS	_
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P	NEW FILINGS	AMENDMENTS Amendment		Y 2:59 STATE FLORIDA	·
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	Other	Merger		95 JUL -7 SECRETAR ALLAHASS	RECE
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 	Fictitious Name	Limited Partnership		<u> </u>	
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

FILED

1995 JUL 26 PH 2: 59

SECRETARY OF STATE TALLAHASSEE, FLORIDA

July 14, 1995

EI FRANCHISING, INC. 222 Lakeview Avenue Suite 160-116 West Palm Beach, FL 33401

SUBJECT: EI FRANCHISING, INC. Ref. Number: P95000013549

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

A corporation may not serve as its own registered agent. Please designate an individual, another active domestic corporation, or a foreign corporation authorized to transact business within this state, having a Florida street address identical with that of the registered office.

The fee to file your document is \$35.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louise Flemming-Jackson Corporate Specialist Supervisor

Letter Number: 095A00034010

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1500, Florida Statutes, the undersigned corporation organized under the laws of the State of Eloh Pot submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida. 1a. The name of the corporation is: E. F. FRANCH ISING, INC. 1b. The mailing address of the corporation is: 222 CAKEVIEW AUE. SVITE 160-116 WEST PALM BEACH, FL 33401 1c. Date of incorporation: 2/16/95 Document number: P9500013549 2. The name and address of the current registered agent and office: LORPORATION SERVICE COMI 3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable) 222 LAKE VIEW HUE. SUITE 160-116 WEIT PACK BEACH, FL 33401 The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical. Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board. Signature of an officer, chairman or vice chairman of the board) ELLIOS I. FINE PARMATAT (Printed or typed name and title) Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. (Signature of Registered Agent) If signing on behalf of an entity:

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
FILING FEE: \$35.00

FCLIOT I FINE
(Typed or Printed Name)