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Annual Report	Foreign		
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CR2E031(10/92)

Examiner's Initials

## ARTICLES OF INCORPORATION OF LOUIS OLIVER ENTERPRISES, INC.

#### OF LIVER ENTERPRISES, INC.

#### ARTICLE I - NAME

The name of this Corporation is LOUIS OLIVER ENTERPRISES, INC. and its address is 11341 N.W. 32nd Place, Sunrise, Florida 33323.

#### ARTICLE II - DURATION

This Corporation shall have perpetual existence.

#### ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of one penny (\$.01) par value common stock, which shall be designated "Common Shares."

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to

time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

NAME	ADDRESS
Louis Oliver, III	11341 N.W. 32nd Place Sunrise, Florida 33323
Juanita Edwards	11341 N.W. 32nd Place Sunrise, Florida 33323
Keysha L. Edwards	11341 N.W. 32nd Place Sunrise, Florida 33323

#### ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

#### ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Louis Oliver, III, and his address is 11341 N.W. 32nd Place, Sunrise, Florida 33323.

#### ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in

accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEShor, the undersigned has executed these Articles of Incorporation this 25 day of May, 1995.

#### ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE FROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 5 DAY OF MAY, 1995.

CORPORATION COMPANY OF MIAMI

Assistant Secretary JILL B. Zammas for Corporation COMPANY OF MIAMI

(Registered Agent)

MIAMI 372170.1 - ALS

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SECRETARY OF STATE TALLAHASSEE, FLORIDA (Address) OFFICE USE ONLY (City, State, Zip) (Phone #)

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#### ARTICLES OF AMENDMENT

TO

96 JAN 31 PH 2: 36
SECRETARY OF STATE
TALLAHASSEE, FLORIS

### ARTICLES OF INCORPORATION OF LOUIS OLIVER ENTERPRISES, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation and the following amendment of the Articles of Incorporation was agreed to and adopted by the directors and shareholders of the Corporation on the Articles of September, 1995, in the manner prescribed by Section 607.1003 of the Florida Business Corporation Act:

ARTICLE III of the Articles of Incorporation of the Corporation shall be amended to be and read as follows:

"ARTICLE III - PURPOSE

The corporation is a single purpose corporation, formed solely for the purpose of operating Burger King Restaurants."

Dated: 9/19/95

LOUIS OLIVER ENTERPRISES, INC.,

a Florida corporation

Louis Oliver, III, President

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