

0201 HAYS STREET
TALLAHASSEE, FL 32301
904 222-1111
P96000043196



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ACCOUNT NO. : 072100000032

REFERENCE : 960724 1579E

AUTHORIZATION :

Patricia Pyatt

COST LIMIT : \$ 122.50

ORDER DATE : May 21, 1996

ORDER TIME : 9:15 AM

ORDER NO. : 960724

CUSTOMER NO: 1579E

CUSTOMER: Ms. Sherry Logsdon
FOLEY & LARDNER

P. O. Box 3391

Tampa, FL 33601-3391

DOMESTIC FILING

NAME: CONVENIENT LITTLE
RESTAURANTS, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS:

RECEIVED

96 MAY 21 AM 9:43

DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 21 PM 1:25

CP
5/21/96

**ARTICLES OF INCORPORATION
OF**

CONVENIENT LITTLE RESTAURANTS, INC.

FILED
CLERK OF STATE
CORPORATIONS
96 MAY 21 PM 1:25

THE UNDERSIGNED, acting as sole incorporator of **CONVENIENT LITTLE RESTAURANTS, INC.** (hereinafter, the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, as hereafter amended and modified (the "FBCA"), hereby adopts the following Articles of Incorporation (the "Articles") for the Corporation:

ARTICLE I
Name

The name of the Corporation is: **CONVENIENT LITTLE RESTAURANTS, INC.**

ARTICLE II
Business and Activities

The Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
Shares

The total number of shares which the Corporation shall have the authority to issue shall be **One Thousand (1,000)** shares, consisting of a single class of common stock having a par value of **\$.001** per share.

ARTICLE IV
Preemptive Rights

No shareholder of the Corporation shall have any preferential or preemptive right to subscribe for or purchase from the Corporation any new or additional shares of capital stock or securities convertible into shares of capital stock, of the Corporation, whether now or hereafter authorized.

ARTICLE V
Principal Office

The address of the Principal Office of the Corporation is **2401 Bayshore Blvd., Apt. 1109, Tampa, Florida 33629**. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

ARTICLE VI
Mailing Address

The mailing address of the Corporation is **2401 Bayshore Blvd., Apt. 1109, Tampa, Florida 33629**.

ARTICLE VII
Initial Board of Directors

The number of Directors constituting the initial Board of Directors of the Corporation is **One (1)**. The number of Directors may be increased or decreased from time to time as provided in the Bylaws, but in no event shall the number of Directors be less than **One (1)**. The name and address of the person who is to serve as the sole initial Director of the Corporation until his successor(s) are duly elected and qualified is **Adam K. Stern**.

ARTICLE VIII
Initial Registered Office and Agent

The address of the initial Registered Office of the Corporation is **2401 Bayshore Blvd., Apt. 1109, Tampa, Florida 33629**, and the initial Registered Agent at such address is **Adam K. Stern**.

ARTICLE X
Incorporator

The name and address of the sole incorporator of the Corporation is: **Sherry D. Logsdon, 100 N. Tampa Street, Suite 2700, Tampa, Florida 33602**.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 20th day of May, 1996.

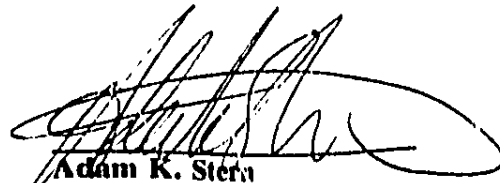

Sherry D. Logsdon, Incorporator

**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 21 PM 1:25

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article VIII of the foregoing Articles of Incorporation as Initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as Registered Agent of **CONVENIENT LITTLE RESTAURANTS, INC.**

DATED, this 20th day of May, 1996.


Adam K. Stern