

*D96000094701*  
Leslie Robert Evans, Esquire P.A.

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375 South County Road, Suite 218 Palm Beach, FL 33480 Fax (561) 832-5722

November 14, 1996

VIA FEDERAL EXPRESS

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32303

FILED STATE  
SECRETARY OF  
DIVISION OF  
CORPORATIONS  
NOV 15 AM 8:55

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\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation for Convenience Restaurants, Inc.

Dear Sir/Madam:

Enclosed please find one original and one copy of the Articles of Incorporation for the above captioned corporation in addition to the requisite check in the amount of \$122.50.

Please forward a certified copy of the Articles to my office.

Should you have any questions, please feel free to contact me.

Thank you.

Very truly yours,

*Leslie Robert Evans*  
Leslie Robert Evans  
Registered Agent

LRE/jp

Encl.

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ARTICLES OF INCORPORATION

OF

CONVENIENCE RESTAURANTS, INC.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV 15 AM 8:55

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of the corporation shall be:

Convenience Restaurants, Inc.

ARTICLE II

COMMENCEMENT OF EXISTENCE: The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

PURPOSE: The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

CAPITAL STOCK: The maximum number of shares which the Corporation shall have the authority to issue shall be 1,000 shares of the common stock with a par value of \$.01 per share, which shall be the only class of sharers.

ARTICLE V

PRE-EMPTIVE RIGHTS: Every shareholder upon the sale of cash of any new stock of this corporation of the same kind or class of service as that which he already holds, shall have the right to purchase his pro rata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The initial registered agent and street address of the initial registered office of the corporation shall be:

Leslie Robert Evans, P.A.  
375 South County Road  
Suite 218  
Palm Beach, FL 33480

#### ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS: This corporation shall have four (4) directors initially. The name and address of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Leslie M. Corley, Chairman and Chief Executive Officer  
Ricardo Corley, Vice President  
Bruce Dawson, President  
Ronald Belinsky, Vice President Treasurer  
515 North Flagler Drive  
Suite 1704  
West Palm Beach, FL 33401

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than three.

#### ARTICLE VIII

INCORPORATOR: The name and address of the incorporator of the corporation is:

Leslie Robert Evans, P.A.  
375 South County Road  
Suite 218  
Palm Beach, FL 33480

#### ARTICLE IX

INDEMNIFICATION: The corporation shall indemnify any officer or director, or any former officer or director, to the full extent

permitted by law.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV 15 AM 8:55

ARTICLE X

MAILING ADDRESS: The mailing address of the corporation shall be:

515 North Flagler Drive  
Suite 1704  
West Palm Beach, FL 33401

Executed at Palm Beach, Florida this 6<sup>th</sup> day of November, 1996.

LESLIE ROBERT EVANS, P.A.  
Incorporator

By: Leslie Robert Evans

Leslie Robert Evans

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Convenience Restaurants, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 6<sup>th</sup> day of November, 1996.

LESLIE ROBERT EVANS, P.A.

By: Leslie Robert Evans

Leslie Robert Evans