

PA6000097147

Law Offices of
Roger L. Berry

Suite 6
101 North Causeway
New Smyrna Beach, Florida 32109

Tomoka State Bank Building

Telephone
(904) 427-1369

November 18, 1996

Office of the Secretary of State
State of Florida
The Capitol
Tallahassee, Florida 32301

400002014934--6
-11/26/96--01139--017
****122.50 ****122.50

Re: SDQ, INC.

Dear Sir:

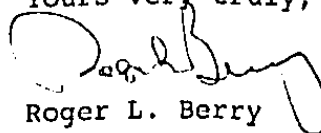
Attached are the original and one copy of Articles of
Incorporation for the above with my check for \$122.50
representing:

Filing fees	\$35.00
Certified copy	52.50
Resident agent designation	35.00

Please return the certified copy to my office after filing.

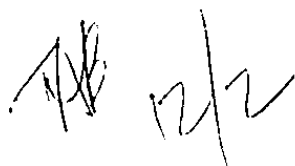
Thank you.

Yours very truly,


Roger L. Berry

RLB/bb
Enclosures

FILED
96 NOV 25 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
OF
SDQ, INC.

FILED
96 NOV 25 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, Chapter 607, Florida Statutes, certifies:

ARTICLE I
NAME

The name of this corporation is SDQ, INC.

ARTICLE II
DURATION

The duration of the corporation shall be perpetual.

ARTICLE III
ADDRESS PRINCIPAL OFFICE

The address of the initial principal office is 328 North Nova Road, Ormond Beach, Florida 32174, and the mailing address is the same.

ARTICLE IV
PURPOSE

The general purpose and objective of this corporation is the operation of a fast food restaurant and the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V
CAPITAL STOCK

The capital stock of this corporation shall be divided into Seventy-five hundred (7,500) shares of common stock with par value of \$1.00 per share.

ARTICLE VI
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 VII
INITIAL REGISTERED OFFICE
AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 328 North Nova Road, Ormond Beach, Florida 32174, and the initial registered agent of this corporation at that address is CHERYL D. SCHWARZ.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The business of this corporation shall be managed by and its corporate powers exercised by its Board of Directors. Directors constituting the initial Board of Directors shall be:

RAYMOND R. SCHWARZ
4021 Sebring Court
New Smyrna Beach, FL 32168

CHERYL D. SCHWARZ
4021 Sebring Court
New Smyrna Beach, FL 32168

ARTICLE IX
INITIAL OFFICERS

The initial officers of this corporation shall be:

President: RAYMOND R. SCHWARZ
4021 Sebring Court
New Smyrna Beach, FL 32168

Vice President
and Secretary-Treasurer: CHERYL D. SCHWARZ
4021 Sebring Court
New Smyrna Beach, FL 32168

ARTICLE X
INCORPORATORS

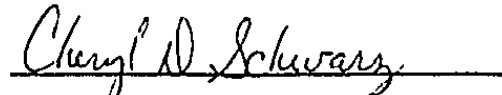
The names and addresses of the incorporators are:

CHERYL D. SCHWARZ
4021 Sebring Court
New Smyrna Beach, FL 32168

ARTICLE XI
INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

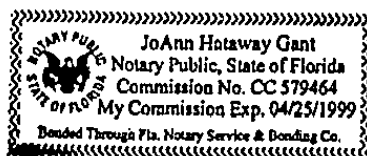
IN WITNESS WHEREOF, the Incorporator has hereunto set her hand and seal this 19th day of November, 1996.

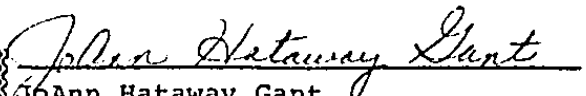

Cheryl D. Schwarz

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, CHERYL D. SCHWARZ, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of SDQ, INC., who acknowledged before me that she executed the same as her free act and deed for the uses and purposes therein set forth and expressed.

WITNESS my hand and seal this 19th day of
November, 1996.




JoAnn Hataway Gant
Notary Public - State of Florida

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

FILED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

I, CHERYL D. SCHWARZ, as the Registered Agent for SDQ, INC.
hereby state the following: I am hereby familiar with and accept
the duties and responsibilities as registered agent for SDQ, INC.

Cheryl D. Schwarz
Cheryl D. Schwarz

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take
acknowledgements in the State and County set forth above,
personally appeared CHERYL D. SCHWARZ, known to be the person who
executed the foregoing Certificate and Acknowledgement of
Registered Agent.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal,
in the State and County aforesaid, this 19th day of November,
1996.

JoAnn Hataway Gant
JoAnn Hataway Gant

Notary Public, State of Florida

