

P97000010382

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: The Shake Factory, Inc.

200002072172--4  
-01/29/97--01038--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$87.50.

This represents the cost of the Filing Fees and a Certifies copy Articles of Incorporation for the above named corporation.

Very truly yours.

*Charles Davis*  
(Individual's Name)

*2/3/97*

The Shake Factory, Inc.  
(Name of Corporation)

MAILING ADDRESS OF CORPORATION		
1322 N.W. 188 ter.		
Miami, Florida 33169		
PHONE		
( 305) 655-2898		
Area Code	Number	Ext.

## ARTICLES OF INCORPORATION

of

The Shake Factory, Inc.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

### ARTICLE I - CORPORATE NAME

The name of the corporation is:

The Shake Factory, Inc.

### ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

### ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

### ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

### ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS <u>1322 N.W. 188 terrace</u>		
CITY <u>Miami</u>	FLORIDA	ZIP <u>33169</u>
Mailing address, if different		
STREET ADDRESS		
CITY	FLORIDA	ZIP

### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME <u>Charles R. Davis</u>		
ADDRESS <u>1322 N.W. 188 ter.</u>		
CITY <u>Miami</u>	FLORIDA	ZIP <u>33169</u>

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TALLAHASSEE, FLORIDA

### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Charles R. Davis		
ADDRESS	1322 N.W. 188 ter.		
CITY	Miami	STATE	Florida
ZIP	33169		
NAME	Shamakha Knockee Davis		
ADDRESS	1322 N.W. 188 ter.		
CITY	Miami	STATE	Florida
ZIP	33169		
NAME			
ADDRESS			
CITY		STATE	
ZIP			

### ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Charles R. Davis		
ADDRESS	1322 N.W. 188 ter.		
CITY	Miami	STATE	Florida
ZIP	33169		
NAME	Shamakha Knockee Davis		
ADDRESS	1322 N.W. 188 ter.		
CITY	Miami	STATE	Florida
ZIP	33169		
NAME			
ADDRESS			
CITY		STATE	
ZIP			

The undersigned incorporator(s) have executed these Articles of Incorporation this 24  
day of January, 19 97.

Charles Davis (Signature)

Shamakha Knockee Davis (Signature)

\_\_\_\_ (Signature)

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE**

**FILED**  
97 JAN 29 AM 11:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Shake Factory, Inc.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 1322 N.W. 188 ter.

Miami, Florida 33169

has named Charles R. Davis

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Charles Davis  
(Signature)

1/24/97  
(Date)