

P98000014511

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

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-02/13/98--01016--015
****122.50 ****122.50

SUBJECT:

TC FRANCHISE CORPORATION

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

JONATHAN LEINWAND
Name (Printed or typed)

1 E. BROWARD BLVD. # 200
Address

FT. LAUDERDALE, FL 33301
City, State & Zip

954-713-2807
Daytime Telephone number

98 FEB 13 AM 10:35
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

QW 2-13-98

**ARTICLES OF INCORPORATION
OF
TC FRANCHISE CORPORATION**

FILED
98 FEB 13 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE I -- NAME

The name of the Corporation is TC FRANCHISE CORPORATION.

ARTICLE II -- PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: One East Broward Boulevard, Suite 700, Fort Lauderdale, Florida 33301.

ARTICLE III -- CAPITAL STOCK

The Corporation is authorized to issue 10,000,000 shares of Common Stock, par value \$0.0001.

ARTICLE IV -- INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial Registered Agent is:
Jonathan D. Leinwand, One East Broward Boulevard, Suite 700, Fort Lauderdale, Florida 33301.

ARTICLE V -- PURPOSE

This corporation is organized for the purpose of transacting any lawful business.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time, in accordance with the by-laws of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Name

Thomas Corrigan

Address

720 Spadina Ave, Suite 305
Toronto M5S 2T9

ARTICLE VII -- BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE VIII -- INDEMNIFICATION

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

ARTICLE IX -- AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

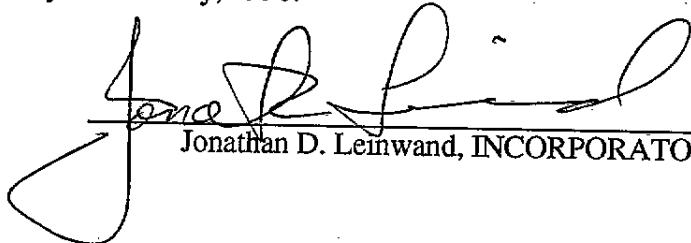
ARTICLE X -- INCORPORATOR

The name and address of the person signing these Articles is:

Name
Jonathan D. Leinwand

Address
One East Broward Boulevard, Suite 700,
Fort Lauderdale, Florida 33301

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 11 day of February, 1998.

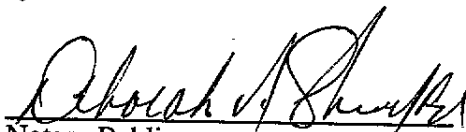

Jonathan D. Leinwand, INCORPORATOR

STATE OF FLORIDA

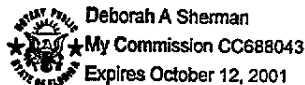
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared Jonathan D. Leinwand, personally known by me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 11 day of February, 1998.


Notary Public

My commission expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is: TC FRANCHISE CORPORATION
2. The name and address of the Registered Agent and office is:

JONATHAN LEINWAND
One East Broward Boulevard, Suite 700
Fort Lauderdale, Florida 33301

Signature: _____

Title: Incorporator

Date: February 11, 1998

FILED
98 FEB 13 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

Signature: _____

Jonathan D. Leinwand

Date: February 11, 1998