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THOMAS G. REED, III
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May 15, 1998
P98000045106

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Cordova TCBY, Inc.

900002527639--6
-05/18/98-01101--005
****131.25 ****131.25

Dear Sir:

Enclosed are an original and one copy of the Articles of Incorporation and Designation And Acceptance Of Registered Agent. Also enclosed is a check in the amount of \$131.25 for the filing fee, the registered agent fee, the certified copy fee and the certificate fee. Please file the articles upon receipt.

If I have overlooked anything, please let me know.

Very truly yours,

T. Grady Reed, III

Thomas Grady Reed, III

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DIVISION OF CORPORATIONS
98 MAY 18 PM 1:53

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ARTICLES OF INCORPORATION

OF

CORDOVA TCBY, INC.

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The undersigned, acting as incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME: The name of the corporation is Cordova TCBY, Inc.

ARTICLE II

PRINCIPAL OFFICE: The street address of the principal office and the mailing address of the corporation is 4771 Bayou Boulevard, Pensacola, Florida 32503.

ARTICLE III

INITIAL REGISTERED AGENT AND ADDRESS: The name and address of the corporation's initial registered agent is Thomas Grady Reed, III, 107 North Palafox Street, Pensacola, Florida 32534.

ARTICLE IV

CAPITAL STOCK: The corporation is authorized to issue 100 shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V

INITIAL BOARD OF DIRECTORS: The initial board of directors is composed of Charles E. Barnhill, 8629 Rosemont Drive, Pensacola, Florida 32514, and Patsy J. Barnhill, 8629 Rosemont Drive, Pensacola, Florida 32514.

ARTICLE VI

INCORPORATOR: The name and address of the incorporator is Thomas Grady Reed, III, 107 North Palafox Street, Pensacola, Florida 32501.

IN WITNESS WHEREOF, the undersigned, acting as incorporator, has executed these Articles of Incorporation this 15 day of May, 1998.



Thomas Grady Reed, III
Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, 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: Cordova TCBY, Inc.

2. The name and address of the registered agent and office is: Thomas Grady Reed, III, 107 North Palafox Street, Pensacola, Florida 32501.

Having been named as Registered Agent of Cordova TCBY, Inc., and having been designated to accept service of process for the corporation at 107 North Palafox Street, Pensacola, Florida 32501, I hereby accept the appointment as Registered Agent and agree to act in that 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.

Thomas Grady Reed, III
Thomas Grady Reed, III
Registered Agent
Date: 5/15/98

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