

P 9 9 0 0 0 0 5 8 2 5 3

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000015693 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : BARRON, REDDING, HUGHES, FITE, BASSETT & FENSOM, P.A.
Account Number : 073617000710
Phone : (850) 785-7454
Fax Number : (850) 785-2999

FLORIDA PROFIT CORPORATION OR P.A.

Panhandle Foods, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

F. CHESLER

JUN 28 1999

Fax Audit No. H99 000015693

ARTICLES OF INCORPORATION

OF

PANHANDLE FOODS, INC.

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is Panhandle Foods, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of development and operation of Hardees restaurants and other restaurants which are franchised by Hardees Franchise Services.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

ARTICLE IV - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 503 Rana Lane, Niceville, Florida, 32458, and the name of the initial registered agent is Bob

THIS INSTRUMENT PREPARED BY:

J. Robert Hughes, Esq.
Florida Bar No. 0111806
Barron, Redding, Hughes, Fite,
Bassett, Fensom & Sanborn, P.A.
220 McKenzie Avenue
Panama City, Florida 32401
(850) 785-7454

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

29 JUN 28 PM 12:02

FILED

G. Hughes, whose address is 503 Rana Lane, Niceville, Florida, 32458.

ARTICLE V - BOARD OF DIRECTORS

The corporation shall have two (2) directors. The number of directors may be either increased or diminished from time to time by a method of election as stated in the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are as follows:

1. Jim McLean
1307 Hermitage Avenue
Huntsville, Alabama 35801
2. Bob G. Hughes
503 Rana Lane
Niceville, Florida 32458

ARTICLE VI - PREEMPTIVE RIGHTS

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

ARTICLE VII - CUMULATIVE VOTING RIGHTS

At each election for directors, every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

Fax Audit No. H99 000015693ARTICLE VIII - INDEMNIFICATION

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


ARTICLE IX - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE X - INCORPORATOR

The name of the person signing these Articles is Bob G. Hughes, whose address is 503 Rana Lane, Niceville, Florida, 32458.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of June, 1999.



Bob G. Hughes

STATE OF FLORIDA
COUNTY OF Walton

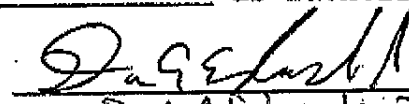
The foregoing Articles of Incorporation of Panhandle Foods, Inc., was acknowledged before me this 23rd day of June, 1999, by Bob G. Hughes, who: (notary must check applicable box):

- ☒ is personally known to me.
☐ produced a current Florida driver's license as identification.
☐ produced _____ as identification.

(SEAL)



Don A. Edwards Jr.
My Commission C0777884
Expires September 23, 2002


Don A. Edwards Jr.
(Print Name)

Notary Public
Commission # CC 77784
My Commission Expires: Sept 23 2002

Fax Audit No. H99 000015693

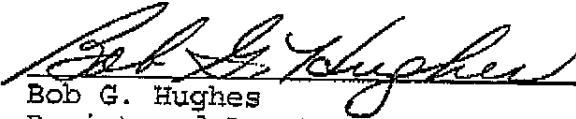
ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

PANHANDLE FOODS, INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this 23rd day of June, 1999.


Bob G. Hughes
Registered Agent

99 JUN 28 PM 12:02
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA