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			LTD Partnership File
			Foreign Corp. File
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			Trade/Service Mark
			Merger File RANGE STAND
			Art. of Amend. File
			RA Resignation
			Dissolution / Withdrawal
			Annual Report / Reinstatement
			Cert. Copy
			Photo Copy
			Certificate of Good Standing.
			Certificate of Status
			Certificate of Fictitious Name
			Corp Record Search
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ARTICLES OF INCORPORATION

OF

HILL'S OF HARDEE, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is HILL'S OF HARDEE, INC.

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is own and operate a restaurant, as well as any other activity or business legally permissible under the applicable laws of the State of Florida or the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7,500 shares of common stock, each share having a par value of \$1.00. Said authorized shares shall be voting shares.

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$1,000.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at 2601 Highway 17 North, Bowling Green, Florida 33834. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - REGISTERED AGENT

In pursuance of Chapter 48.091, <u>Florida Statutes</u>, the following is submitted in compliance with said Act:

That HILL'S OF HARDEE, INC., desiring to organize under the laws of the State of Florida, with its principal office in the City of Wauchula, County of Hardee, has named JANICE HILL, located at 2601 Highway 17 North, Bowling Green, Hardee County, Florida 33834, as its agent to accept service of process within this State and does designate 2601 Highway 17 North, Bowling Green, FL 33834 as the registered office.

ARTICLE VIII - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one (1).

ARTICLE IX - INITIAL DIRECTORS

The name and the street address of the initial directors, who shall hold office until their successor is elected and has qualified, is as follows:

ADDRESS
3290 W. Main Street Wauchula, FL 33873

ARTICLE X - OFFICERS

The officers of the corporation, who shall hold office until their successors are elected by the Board of Directors, shall be:

<u>NAME</u>	OFFICE	ADDRESS
JANICE HILL	President/ Secretary	Post Office Box 1966 Wauchula, FL 33873

ARTICLE XI - SUBSCRIBER

The name and the street address of the subscriber to these Articles of Incorporation are as follows:

<u>NAME</u>	ADDRESS	SHARES	AMOUNT
JANICE HILL	3290 W. Main Street Wauchula FL 33873	1,000	\$1,000.00

ARTICLE XII - EFFECTIVE DATE

These Articles of Incorporation shall be effective on October 18, 1999.

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders' meeting by a majority (51%) of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged, and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this day of October, 1999.

STATE OF FLORIDA: **COUNTY OF HARDEE:**

The foregoing instrument was acknowledged before me this \ day of October, 1999 by JANICE HILL, who is personally known to me.

PUBĽIC/

OF FLORIDA AT LARGE

JEFF J. MCKIBBEN MY COMMISSION # 07 590625 EXPIRES, October 3, 2000 Bonded Thru Notary Public Underwriters

HAVING BEEN NAMED to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Registered Agent

G\CORPORATION\HILLS,AI