

STATE OF ALABAMA
FOR-PROFIT CORPORATION
ARTICLES OF INCORPORATION

INSTRUCTIONS:

STEP 1: CONTACT THE OFFICE OF THE SECRETARY OF STATE AT (334)242-5324 TO RESERVE A CORPORATE NAME.

STEP 2: TO INCORPORATE, FILE THE ORIGINAL, TWO COPIES OF THE ARTICLES OF INCORPORATION AND THE CERTIFICATE OF NAME RESERVATION IN THE COUNTY WHERE THE CORPORATION'S REGISTERED OFFICE IS LOCATED. THE JUDGE OF PROBATE'S FILING FEE IS \$35 AND THE SECRETARY OF STATE'S FILING FEE IS \$50.

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

- Article I** The name of the corporation. Blue foot, Inc.
- Article II** The duration of the corporation is perpetual, unless otherwise stated.
- Article III** The corporation has been organized for the following purpose(s):
Franchise Restaurants
- Article IV** The number of shares which the corporation shall have the authority to issue is 100,000.
- Article V** The street address (NO PO BOX) of registered office 3052 Old Stone Dr.
Birmingham, AL 35242 and the name of
registered agent at that office Charles Persons Blankenship
- Article VI** The name(s) and address(es) of the Director(s).
Charles P. Blankenship 3052 Old Stone Dr. Birmingham, AL 35242
- Article VII** The name(s) and address(es) of the Incorporator(s).
Charles P. Blankenship 3052 Old Stone Dr. Birmingham, AL 35242

Any provision, not inconsistent with the law, for the regulation of the internal affairs of the corporation or for the restriction of the transfer of shares may be added.

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation on this, the 22 day of September, 19 97.

THIS DOCUMENT PREPARED BY:

Charles P. Blankenship

Type or Print Name of Incorporator

Charles P. Blankenship

Signature of Incorporator

09/23/1997-30678

01:23 PM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

003 MCD 90.00

Inst # 1997-30678

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Bluefoot, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Charles Blankenship, 3052 Old Stone Dr, Birmingham, AL 35242 for a period of one hundred twenty days beginning September 15, 1997 and expiring January 14, 1998.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

September 15, 1997

Date

A handwritten signature in dark ink, appearing to read 'Jim Bennett', is written over a horizontal line.

Jim Bennett

Secretary of State

Inst # 1997-30678

09/23/1997-30678
01:23 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 90.00