

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 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: **Franchise Broker Associates 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):
Sales.
- Article IV* The number of shares which the corporation shall have the authority to issue is 2000.
- Article V* The street address (NO PO BOX) of the registered office 107 G David Green Rd., Birmingham, Alabama 35244. Located in the County of Shelby and the name of the registered agent at that office John Seale.
- Article VI* The name(s) and address(es) of the Director(s).
John Seale, 107 G David Green Rd., Birmingham, Alabama 35244
- Article VII* The name(s) and address(es) of the Incorporator(s). Business Filings Incorporated, Mark Schiff, AVP, 8025 Excelsior Drive, Suite 200, Madison, WI 53717.

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 5th day of August, 2004.

THIS DOCUMENT PREPARED BY:

Business Filings Incorporated
8025 Excelsior Dr. Suite 200
Madison, WI 53717
(608) 827-5300

Business Filings Incorporated, Incorporator

Mark Schiff, AVP

Type or Print Name of Incorporator



Signature of Incorporator

Franchise Broker Associates Inc.

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, 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:

Franchise Broker Associates Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Mark Schiff, 8025 Excelsior Dr Ste 200, Madison, WI 53717 for a period of one hundred twenty days beginning July 30, 2004 and expiring November 28, 2004.



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.

July 30, 2004

Date

A handwritten signature in cursive script, reading 'Nancy L. Worley', written over a horizontal line.

Nancy L. Worley

Secretary of State