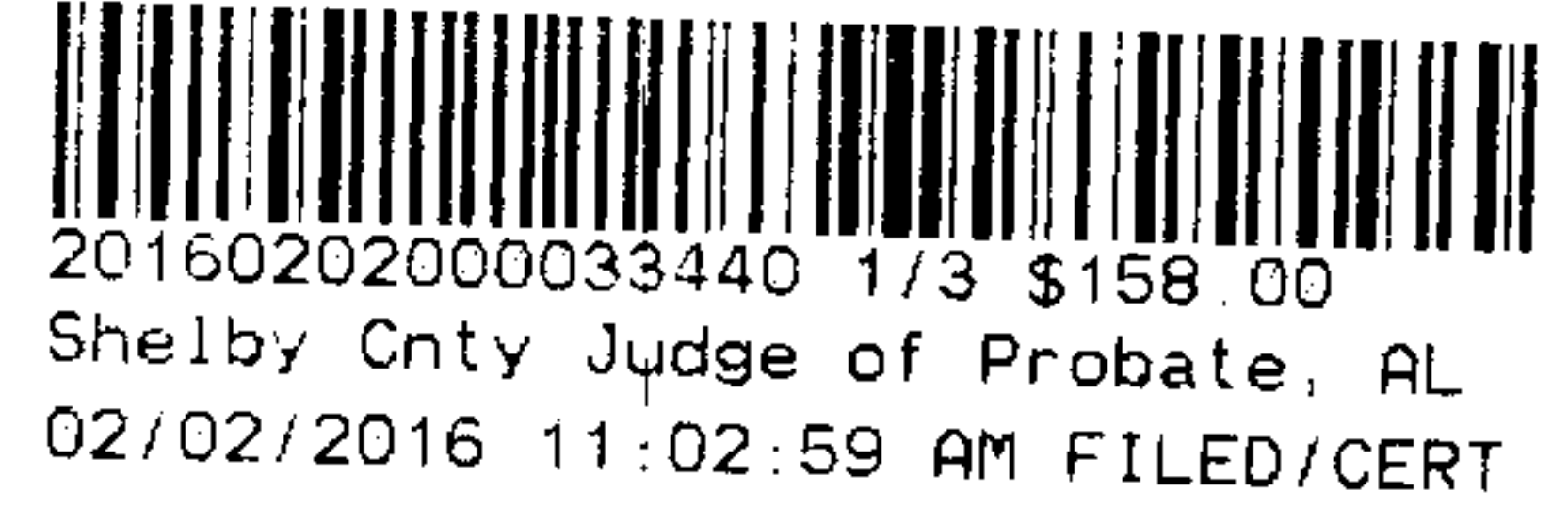


**ARTICLES OF INCORPORATION**  
**OF**  
**CHICKEN SCRATCH SPRINGVILLE, INC.**



1. The name of the corporation is Chicken Scratch Springville, Inc.
2. The period of its duration shall be perpetual.
3. The purpose or purposes for which the corporation is organized are to own, operate and manage quick service restaurants, including but not limited to business operation, administration, accounting, management and marketing for restaurants, and to engage in any lawful act or activity for which a corporation may be organized under the laws of the Alabama Business Corporations Act.
4. The aggregate number of shares of capital stock which the corporation shall have the authority to issue is 2000 shares of common stock, par value of \$1.00 per share.
5. The location and mailing address of the initial registered office of the corporation is 5254 Cahaba Valley Cove, Birmingham, Alabama 35242 and the name of the initial registered agent at this address is Courtney Mason.
6. The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders and until their successors are elected and shall qualify are as follows:

NAME	ADDRESS
Russell Pate	4234 Caldwell Mill Road Mountain Brook, Alabama 35243
Courtney H. Mason	5254 Cahaba Valley Cove Birmingham, Alabama 35242

7. The identity and address of the initial incorporator is Chicken Scratch Holdings, Inc. at 5254 Cahaba Valley Cove, Birmingham, Alabama 35242.
8. Each shareholder shall have the preemptive right to purchase shares of any class of capital stock of the corporation, including treasury shares.
9. The sole shareholder at the time of incorporation is Chicken Scratch Holdings, Inc.

10. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge, and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available thereof.


The undersigned, acting as the incorporator of the corporation named herein in accordance with Alabama Business Corporation Act, executes these Articles of Incorporation this 2nd day of February, 2016.

Chicken Scratch Holdings, Inc.

By: \_\_\_\_\_

It's President

*COURTNEY H. MASON JR.*

  
20160202000033440 2/3 \$158.00  
Shelby Cnty Judge of Probate, AL  
02/02/2016 11:02:59 AM FILED/CERT

State of Alabama  
County of Shelby

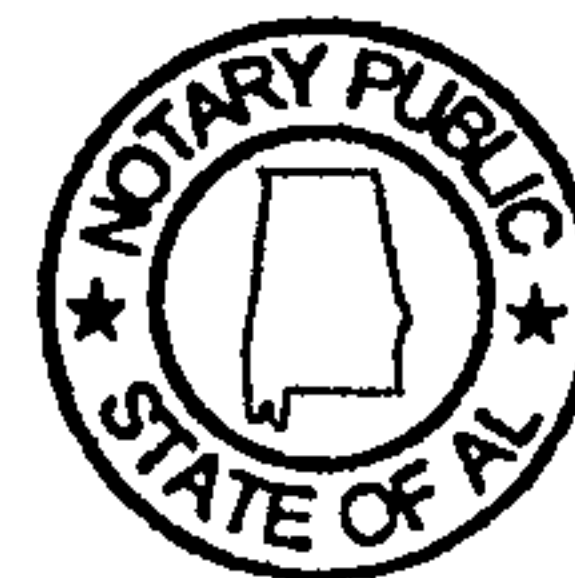
I, the undersigned, a Notary Public in and for said County and said State, hereby certify the Courtney H. Mason, Jr. in his capacity as President of Chicken Scratch Holdings, Inc. whose name is signed to the foregoing Articles of Incorporation and who is known to me, acknowledged before me on this day, that being informed of the contents of the said Articles of Incorporation, he as such officer with full authority executed the same voluntarily and as the act of the said corporation.

Given under my hand and official seal the 2<sup>nd</sup> day of February, 2016.

  
\_\_\_\_\_  
Notary Public

My commission expires: 3/16/2019

This instrument was prepared by:  
Courtney H. Mason, Jr, Attorney at Law  
P. O. Box 381208  
Birmingham, Alabama 35238



**Brad E. Sweeney**  
Notary Public State of AL  
My Comm. Expires March 18, 2019

John H. Merrill  
Secretary of State

20160202000033440 3/3 \$158.00  
Shelby Cnty Judge of Probate, AL  
02/02/2016 11:02:59 AM FILED/CERT

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

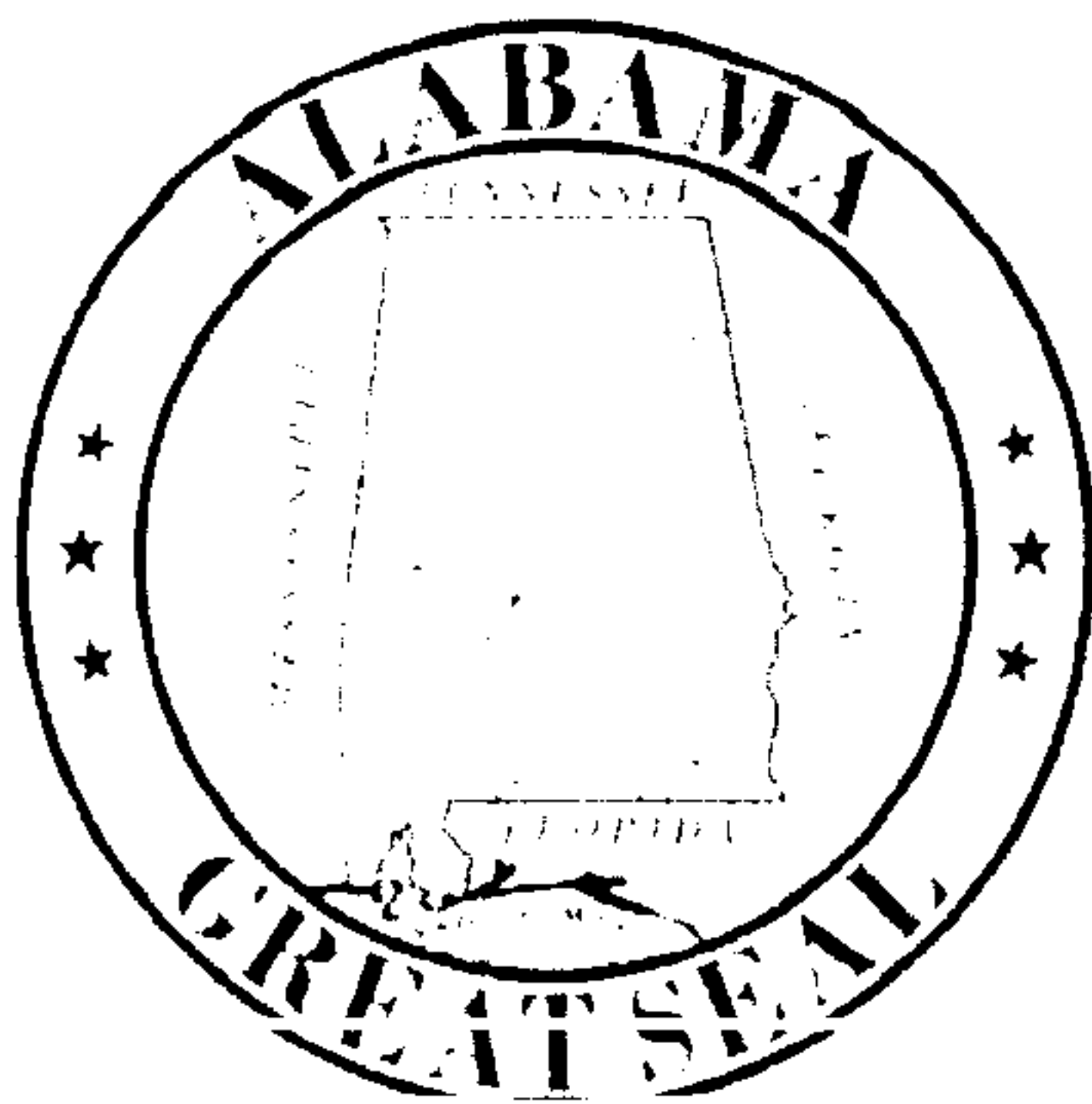
# STATE OF ALABAMA

**I, John H. Merrill, Secretary of State of Alabama, having custody of the  
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama  
1975, and upon an examination of the entity records on file in this office, the  
following entity name is reserved as available:

**Chicken Scratch Springville Inc**

This name reservation is for the exclusive use of Courtney Mason, P. O.Box  
381208, Birmingham, AL 35238 for a period of one year beginning February 01,  
2016 and expiring February 01, 2017



RES713235

**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.**

February 01, 2016

Date

A handwritten signature in black ink, appearing to read 'J. H. Merrill', is written over a horizontal line.

John H. Merrill

Secretary of State