

4
This instrument was prepared by:

V. Wayne Causey
P. O. Drawer D
Calera, Alabama 35040

ARTICLES OF INCORPORATION
OF
LUDLUM CORPORATION

The undersigned, desiring to form a corporation pursuant to the Alabama Business Corporation Act and the general corporation laws of the State of Alabama, hereby certify as follows:

FIRST: The name of the corporation, hereinafter called the "corporation", shall be called Ludlum Corporation.

SECOND: The period of its duration is to be perpetual.

THIRD: The objects and purposes for which the corporation is being formed are:

(a) To acquire, purchase, own and operate Kentucky Fried Chicken franchise stores.

(b) To apply for, purchase, or acquire by assignment, transfer or otherwise, and hold, mortgage, lease, or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of real property of any kind, class, interest, or type, wheresoever situated, and to exercise, carry out and enjoy any license, power, authority, concession, right or privilege which Kentucky Fried Chicken or any corporation

24 PAGE 362
BOOK
V. Wayne Causey

may make or grant.

(c) To manufacture, purchase, or otherwise acquire, and to hold, own, mortgage, pledge, sell, lease, transfer, or in any manner dispose of, and to deal and trade in food products, merchandise and personal property of every class and description, wherever situated.

(d) To buy, lease, or otherwise acquire, so far as permitted by law and any other rule or regulation, the whole or part of the business, goodwill, and assets of any person, firm, association, corporation (either foreign or domestic) engaged in a business or of the same general character as that for which this corporation is organized.

(e) To make contracts, guarantees, and indemnity agreements and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage, pledge of, or creation of security interest therein not inconsistent with the provisions of the Constitution of the State of Alabama, as the same may be amended from time to time.

(f) To conduct its business, carry on its operation, and have offices, and exercise the powers granted by the Alabama Business Corporation Act, within or without this State.

(g) To have and exercise all powers necessary or convenient to effect its purposes.

(h) To transact any and all business of a lawful nature for which corporations may be incorporated under the Alabama Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 5,000 shares of common stock, par value \$1.00 per share.

FIFTH: The mailing address of the initial registered office of the corporation is Route 2 Box 62 C, Montevallo, Alabama 35115 and the street address of said registered office is the same as the mailing address. The name of its initial registered agent at such address is David Elisha Ludlum, Jr.

SIXTH: The number of directors constituting the initial board of directors of the corporation is three (3), and the names and mailing addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
David Elisha Ludlum, Jr.	Route 2 Box 62 C Montevallo, AL. 35115
John Russell Weathers	412 E. 6th St. Sylacauga, AL. 35150
Cynthia Dianne Ludlum	Route 2 Box 62 C Montevallo, AL. 35115

SEVENTH: The name and address of the incorporator is David Elisha Ludlum, Jr. and his mailing address is Route 2 Box 62 C, Montevallo, Alabama 35115.

Dated this the 29 day of April, 1983.


Incorporator

State of Alabama)
Shelby County)



STATE OF ALABAMA

I, Don Siegelman, 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 10-2A-26, Code of Alabama 1975, the corporate name _____

Ludlum Corporation

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Ludlum Corporation

for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is Shelby. I further certify that as set out in the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.

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.

Date April 1, 1983 expires 7-31-83

Don Siegelman

Secretary of State

State of Alabama

SHELBY County

CERTIFICATE OF INCORPORATION OF LUDLUM CORPORATION

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of LUDLUM CORPORATION, duly signed pursuant to the provisions of Section 64 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of LUDLUM CORPORATION, and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 2nd day of MAY, 19 83.



STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1983 MAY -2 AM 8:58

Thomas A. Brantley, Jr.
JUDGE OF PROBATE

Thomas A. Brantley, Jr.
Judge of Probate

Rec 25.00
1.00
26.00