

ARTICLES OF INCORPORATION
OF
My Joy, Inc.
A CLOSE CORPORATION

The undersigned, **ALBERT L. JOYNER**, acting as incorporator, desiring to form a body corporate for the purposes and objectives hereinafter set forth does hereby file these the Articles of Incorporation under and pursuant to the provisions of the Code of Alabama (1975), as amended, Title 10-2A, et seq. and pursuant to the Constitution and laws of the State of Alabama, and certify and declare as follows:

ARTICLE ONE

The name of the corporation shall be **My Joy, Inc.**

ARTICLE TWO

This is a Close Corporation authorized under the provisions of Title 10, Chapter 2A, Section 301, of the Code of Alabama (1975), and the formation of this corporation as a close corporation has been authorized by the affirmative vote of all holders of and subscribers to shares of the corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purposes for which this corporation is organized are as follows: to own and engage in the business of operating a McDonald's franchise; and to engage in any other business purpose or purposes not expressly prohibited by law.

ARTICLE FIVE

The aggregate number of shares which the corporation shall have authority to issue is 1000 with a par value of \$1.00 per share. All stock shall be common and nonassessable. All issued

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stock shall be subject to one or more of the restrictions on transfer permitted by Title 10, Chapter 2A, Section 41, code of Alabama (1975).

ARTICLE SIX

All of the issued shares of the Corporation shall be held of record by not more than thirty (30) persons. For the purpose of determining the number of holders of record of the corporation's stock, all stock which is held in joint tenancy, tenancy in common or tenancy by the entirety shall be treated as held by one shareholder.

ARTICLE SEVEN

The corporation shall possess all the powers necessary to conduct the business or businesses, and carry out the objects herein expressed and all of those expressly conferred upon corporations by the laws of the State of Alabama, as well as those necessarily implied, together with the following additional powers:

- (a) To lend money and take security therefor, or to borrow money and give security therefor, on such terms as the Board of Directors may deem proper and available.
- (b) To purchase, acquire and own shares of its capital stock or the capital stock of any other corporation.
- (c) To engage in business as natural persons may, not inconsistent with the provisions of laws pertaining to corporations in the State of Alabama.

ARTICLE EIGHT

The address of the initial registered office of the corporation shall be 3545 Chippenham Drive, Birmingham, Alabama 35242 and the name of the initial registered agent at such address is ALBERT L. JOYNER.

ARTICLE NINE

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 the members or until their successors are elected and shall qualify are:

ALBERT L. JOYNER
3545 Chippenham Drive
Birmingham, Alabama 35242

DANITA E. JOYNER
3545 Chippenham Drive
Birmingham, Alabama 35242

ARTICLE TEN

The names and addresses of the initial stockholders of the corporation are as follows:

ALBERT L. JOYNER
3545 Chippenham Drive
Birmingham, Alabama 35242

DANITA E. JOYNER
3545 Chippenham Drive
Birmingham, Alabama 35242

ARTICLE ELEVEN

The name and address of the incorporator is:

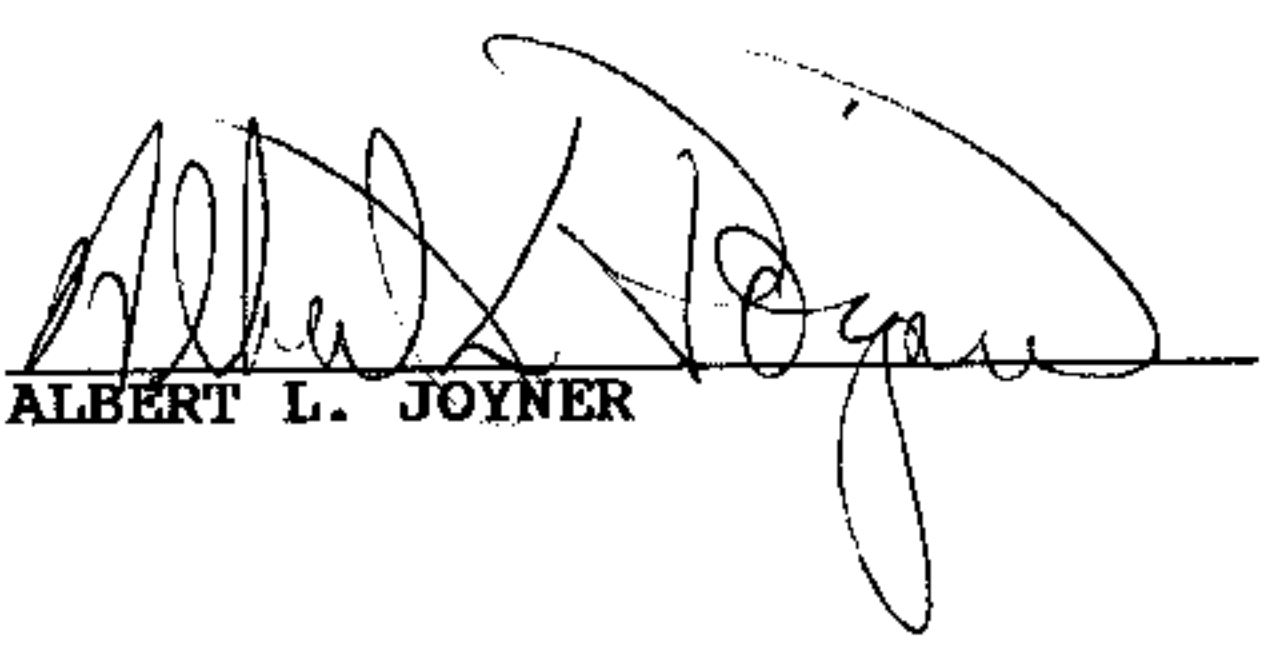
ALBERT L. JOYNER
3545 Chippenham Drive
Birmingham, Alabama 35242

SUBCHAPTER S-ELECTION

The incorporator hereby elects to be taxed pursuant to Internal Revenue Code of 1954, 26 U.S.C.A. Sections 1371-1378, as a Small Business Corporation as it relates to Taxable Status. That the corporation is a domestic corporation and does not:

- (1) have more than 30 shareholders;
- (2) have as shareholder a person (other than an estate) who is not an individual;
- (3) have a nonresident alien as a shareholder; and
- (4) have more than one class of stock.

IN WITNESS WHEREOF, I, ALBERT L. JOYNER, the undersigned incorporator, have hereunder set my hand and seal on this the 7 day of July, 1993.


ALBERT L. JOYNER

STATE OF ALABAMA

COUNTY OF MOBILE

The undersigned, a Notary Public, in and for said State and County, hereby certifies that **ALBERT L. JOYNER** 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 Articles of Incorporation, she signed the same voluntarily on the day the same bears date.

GIVEN under my hand and official seal on this the 7 day of _____, 1993.

Mary Givonne Walker
NOTARY PUBLIC

My Commission Expires: 5-11-97

THIS INSTRUMENT WAS PREPARED BY:
MICHAEL A. FIGURES
FIGURES, JACKSON and HARRIS
Attorneys at Law
2317 St. Stephens Road
Mobile, Alabama 36617
(205) 456-9922

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 10-2A-26, 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:

My Joy, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Michael Figures, 2317 St Stephens Road, Mobile, AL 36617 for a period of one hundred twenty days beginning July 19, 1993 and expiring November 17, 1993.



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 19, 1993

Date

A handwritten signature in cursive script that reads 'Jim Bennett'.

Jim Bennett

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

MY JOY, INC.

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 MY JOY, INC., duly signed pursuant to the provisions 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 MY JOY, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 10 day of AUGUST, 19 93.

Thomas A. Snowden, Jr.

Judge of Probate

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