

## ORIGINAL ARTICLES OF INCORPORATION

FIRST. The name of the corporation is The Jan Companies

SECOND. The period of its duration is (if perpetual, so state) perpetual

To own, conduct, operate, maintain and carry on  
Burger King Restaurants

The corporation shall have power: (See §7-1.1-4 of the General Laws, 1956, as amended.)

FOURTH. The aggregate number of shares which the corporation shall have authority to issue is:

(a) *If only one class:* Total number of shares 1,000

(If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.)

without par value

or

(b) *If more than one class:* Total number of shares .....

(State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of title 7 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.)

FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

The number of stockholders and the issuance and transfer of stock of the corporation is restricted. Stock may be issued or transferred only after authorization by Burger King Corporation in accordance with the terms and conditions outlined in the Franchise Agreement with Burger King Corporation.

The transfer of stock is subject to the terms and conditions of a Franchise Agreement with Burger King Corporation. Referenced is made to such Franchise Agreement and the restrictive provisions of the Charter and By-laws of this corporation.

SEVENTH. The address of the initial registered office of the corporation is 189 Canal Street, Providence, RI 02903 (add Zip Code)

and the name of its initial registered agent at such address is: Louis A. Geremia

EIGHTH. The number of directors constituting the initial board of directors of the corporation is two and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

Name	Address
Nicholas W. Janikies	1000 Old Greenwich Dr., East Greenwich
Margaret J. Janikies	1000 Old Greenwich Dr., East Greenwich <sup>2</sup> R

NINTH. The name and address of each incorporator is:

Name	Address
Louis A. Geremia	189 Canal Street, Providence, RI 02903

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

MARCH 15, 1989

Dated March 15, 1989



STATE OF RHODE ISLAND } In the City } of Providence  
COUNTY OF Providence } Town }  
in said county this 15th day of March, A.D. 19 89  
then personally appeared before me Louis A. Geremia

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

*Rhonda M. LaFuria*  
Notary Public  
*My Commission Expires 6-30-91*

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#P896125  
MAR 19 1989  
RECEIVED  
SECRETARY OF STATE  
PROVIDENCE, RHODE ISLAND

# The Jan Companies

P.O. Box 8819

35 Sockanosset Cross Road

Cranston, Rhode Island 02920-0819

Telephone (401) 946-4000



HOME OF  
THE WHOPPER®

March 13, 1989

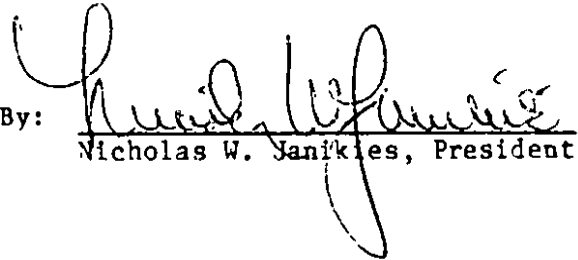
Ms. Kathleen Connell  
Secretary of State  
State of Rhode Island  
State House  
Providence, RI 02903

Dear Ms. Connell:

Janco, Inc. hereby authorizes the formation of a corporation to be known as "The Jan Companies."

Very truly yours,

Janco, Inc.

By:   
Nicholas W. Janikies, President

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