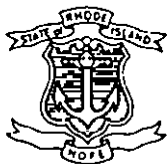


Filing Fee: \$150.00

ID Number: 123895



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

ARTICLES OF INCORPORATION
(To Be Filed In Duplicate Original)

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is Rhode Island Favorite Chicken II, Inc.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended) (Strike if inapplicable)

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

3. The specific purpose or purposes for which the corporation is organized are:

To engage in the operation of restaurants, including fast food franchise restaurants,
and related ancillary business operations; to manage, lease, own, and deal in real estate;
and for any lawful purpose.

4. 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.):

All of such shares are 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 Chapter 7-1.1 of the General Laws, 1956, as amended, 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.):

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

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By AmF
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6. Provisions, if any, for the regulation of the internal affairs of the corporation:

See accompanying continuation sheet

7. The address of the initial registered office of the corporation is One Turks Head Place, Suite 1010
(Street Address, not P O Box)
Providence, RI 02903 and the name of its initial registered agent
(City/Town) (Zip Code)

at such address is Bruce A. Leach, Esq.
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is -0- 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 Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify)

<u>Title</u>	<u>Name</u>	<u>Address</u>
<u>President</u>	<u>Shakil H. Siddiqui</u>	<u>13520 Potomac Riding Ln., Rockville, MD 20850</u>
<u>Treasurer</u>	<u>Shakil H. Siddiqui</u>	<u>13520 Potomac Riding Ln., Rockville, MD 20850</u>
<u>Secretary</u>	<u>Meher I. Siddiqui</u>	<u>13520 Potomac Riding Ln., Rockville, MD 20850</u>

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Shakil H. Siddiqui</u>	<u>13520 Potomac Riding Lane, Rockville, MD 20850</u>

10. Date when corporate existence is to begin upon filing of the Articles of Incorporation.
(not prior to, nor more than 30 days after, the filing of these articles of incorporation)

Date: 3-29-02

[Signature]

Signature of each Incorporator

STATE OF MARYLAND
COUNTY OF Montgomery

In Rockville, MD, on this 29th day of March, 2002, personally
appeared before me Shakil H. Siddiqui
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.

Anna E. Martin
NOTARY PUBLIC
COUNTY OF MONTGOMERY
STATE OF MARYLAND
MY C. 1202

[Signature]

Notary Public
My Commission Expires: 5/29/02

Continuation Sheet of Articles of Incorporation of
Rhode Island Favorite Chicken II, Inc.

6. Provisions, if any, for the regulation of the internal affairs of the corporation.

i) There shall be no board of directors of the corporation and any and all powers normally vested in the board of directors shall be vested in the stockholders of the corporation.

ii) The shares of the corporation are subject to transfer restrictions set forth in the bylaws of the corporation, and the shares shall not be transferred or sold unless there is compliance with such restrictions.

RHODE ISLAND FAVORITE CHICKEN I, INC.
13520 Potomac Riding Lane
Rockville, MD 20850

March 28, 2002

Secretary of State's Office
Corporations Division
100 North Main Street
Providence, RI 02903

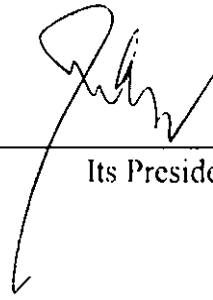
Re: Consent to use name

Dear Sir or Madam:

Rhode Island Favorite Chicken I, Inc., a Rhode Island corporation, has no objection to and hereby consents to the formation by Shakil H. Siddiqui, as incorporator, of a Rhode Island corporation with the name of Rhode Island Favorite Chicken II, Inc.

Very truly yours,
Rhode Island Favorite Chicken I, Inc.

By



Its President

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