

CARTEL PROPERTIES, INC.

8207118

June 18 1982

Fulton Co

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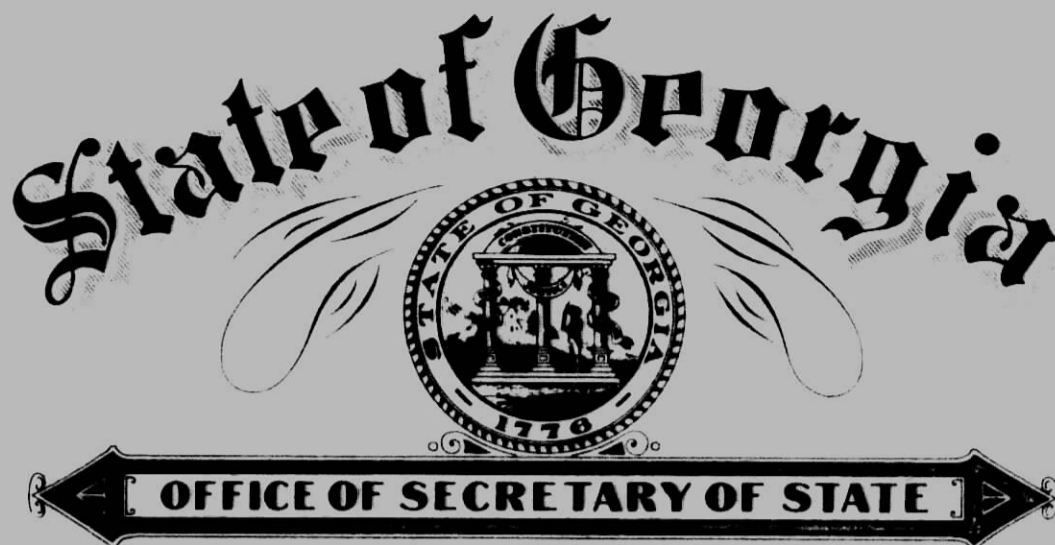
Geo Rohrig

max 100,000 shares com .10

paid in 500.00

DUPLICATE

7112
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*I, David B. Poythress, Secretary of State of the
State of Georgia, do hereby certify that*

"CARTEL PROPERTIES, INC."

has been duly incorporated under the laws of the State of Georgia on the **18th**
day of **June**, 19 **82** by the filing of articles of incorporation in the office of the
Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true
copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and
affixed the seal of my office, at the Capitol, in the City of
Atlanta, this **18th** day of **June** in the year
of our Lord One Thousand Nine Hundred and Eighty
Two and of the Independence of the United States
of America the Two Hundred and **Six.**

David B. Poythress
SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF INCORPORATION OF

CARTEL PROPERTIES, INC.

ARTICLE 1

Name

The name of the corporation is Cartel Properties, Inc.

ARTICLE 2

Organization

The corporation is organized pursuant to the provisions of the Georgia Business Corporation Code.

ARTICLE 3

Period of Duration

The period of duration of the corporation shall be perpetual.

ARTICLE 4

Purposes and Powers

The purposes for which the corporation is organized is to engage in the business of earning a profit for its stockholders and to do everything necessary, proper, advisable or convenient for the accomplishment of this purpose with all powers granted by the Georgia Business Corporation Code, at any place within or without the United States to the extent that such act is not forbidden by the law of such place.

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SECRETARY OF STATE

ARTICLE 5

Authorized Shares

The aggregate number of shares the corporation is authorized to issue is 100,000 shares at \$.10 par value common capital stock.

ARTICLE 6

Minimum Capital

The corporation shall not commence business until it receives at least \$500.00 in payment for the issuance of shares.

ARTICLE 7

Registered Office and Agent

The initial registered office of the corporation shall be at 20th Floor, Coastal States Building, 260 Peachtree Street, N.W., Atlanta, Georgia ^{Fullon} 30303. The initial registered agent thereat shall be John C. Yates.

ARTICLE 8

Initial Board of Directors

The initial Board of Directors shall consist of two members, who shall be:

<u>Name</u>	<u>Address</u>
George W. Rohrig, Jr.	265 East Paces Ferry Road Atlanta, Georgia 30305 c/o Peachtree Cafe'
Carol L. Rohrig	265 East Paces Ferry Road Atlanta, Georgia 30305 c/o Peachtree Cafe'

ARTICLE 9

Incorporator

The name and address of the incorporator is George Rohrig,
265 East Paces Ferry Road, Atlanta, Georgia 30305

ARTICLE 10

No Pre-Emptive Rights

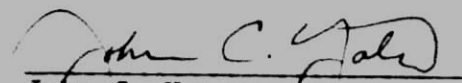
None of the holders of shares of common stock shall be entitled as a matter of right to purchase, subscribe for, or otherwise acquire any new or additional shares of stock of the corporation of any class, or any options or warrants to purchase, subscribe for, or otherwise acquire any such new or additional shares, or any shares, evidences of indebtedness or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares.

ARTICLE 11

Distribution from Capital Surplus

The corporation shall have the power, acting through its Board of Directors, to make distributions of its assets to its shareholders out of its capital surplus and to acquire its own shares out of its unreserved and unrestricted capital surplus available therefor.

IN WITNESS WHEREOF, the undersigned executes these Articles of
Incorporation.



John C. Yates
Attorney for Incorporator


Harman, Asbill,
Roach & Nellis, P.C.
20th Floor, Coastal States Building
260 Peachtree Street, N.W.
Atlanta, Georgia 30303
(404)524-1000

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: David B. Poythress
Secretary of State
Ex-Officio Corporation
Commissioner
State of Georgia

I, John C. Yates, do hereby consent to serve as registered agent for the corporation, Cartel Properties, Inc.

This 18th day of June, 1952.



John C. Yates

Address of registered agent:

20th Floor, Coastal States Building
260 Peachtree Street, N.W.
Atlanta, Georgia 30303

State of Georgia



OFFICE OF SECRETARY OF STATE

I, David B. Poythress, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"CARTEL PROPERTIES, INC. "

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this
8th day of June, in the year of our Lord
One Thousand Nine Hundred and Eighty Two and
of the Independence of the United States of America the Two
Hundred and Six.

David B. Poythress

Secretary of State, Ex Officio Corporation
Commissioner of the State of Georgia

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