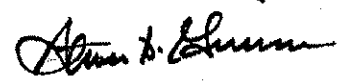


NOTC

PETER L. CHASEY, ESQ.
Nevada Bar No. 007650
CHASEY HONODEL, P.C.
3295 N. Fort Apache Road, Suite 110
Las Vegas, Nevada 89129
Tel: (702) 233-0393 Fax: (702) 233-2107
Email: peter@chlvlaw.com
Attorneys for Petitioner
SHAREHOLDER ADVOCATES, LLC


CLERK OF THE COURT

DISTRICT COURT

CLARK COUNTY, NEVADA

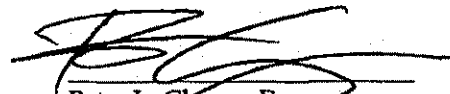
)	CASE NO.: A607674
In the Matter of)	DEPT NO.: XXV
)	
ULTIMATE FRANCHISE SYSTEMS, INC., a Nevada Corporation,)	
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NOTICE OF ENTRY OF ORDER

PLEASE TAKE NOTICE that on the 22nd day of March, 2010, the attached Order Granting Application for Appointment of Shareholder Advocates, LLC as Custodian of Ultimate Franchise Systems, Inc. was entered in the above-captioned case.

Dated this 23rd day of March, 2010.

CHASEY HONODEL, P.C.



Peter L. Chasey, Esq.
Nevada Bar No. 007650
3295 N. Fort Apache Rd., Ste. 110
Las Vegas, NV 89129
Tel: (702) 233-0393 Fax: (702) 233-2107
Attorneys for Petitioner

CERTIFICATE OF SERVICE

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I hereby certify that on the 13th day of March, 2010, I served a true and complete copy of the foregoing

NOTICE OF ENTRY OF ORDER by placing a copy of the same in the United States Mail, postage fully

prepaid addressed to the following:


Ultimate Franchise Systems, Inc.
300 International Parkway, Suite 100
Lake Mary, FL 32745-5000

Ultimate Franchise Systems, Inc.
1515 International Parkway, Suite 2013
Heathrow, FL 32746


AN EMPLOYEE OF CHASEY HONODEL, P.C.

ORDR

PETER L. CHASEY, ESQ.
Nevada Bar No. 007650
CHASEY HONODEL, P.C.
3295 N. Fort Apache Road, Suite 110
Las Vegas, Nevada 89129
Tel: (702) 233-0393 Fax: (702) 233-2107
Email: peter@chlvlaw.com
Attorneys for Petitioner
SHAREHOLDER ADVOCATES, LLC



CLERK OF THE COURT

DISTRICT COURT

CLARK COUNTY, NEVADA

<p>In the Matter of</p> <p>ULTIMATE FRANCHISE SYSTEMS, INC., a Nevada Corporation,</p>	<p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p> <p>)</p>	<p>CASE NO.: A607674</p> <p>DEPT NO.: XXV</p> <p>ORDER GRANTING APPLICATION FOR APPOINTMENT OF SHAREHOLDER ADVOCATES, LLC AS CUSTODIAN OF ULTIMATE FRANCHISE SYSTEMS, INC.</p>
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IN THIS MATTER, notice was duly given to all concerned parties. The matter came on for hearing before the above Court on the 22nd day of March, 2010.

THE COURT, having considered the Application of Shareholder Advocates, LLC, for appointment as custodian and no opposition having been filed with the Court, and for good cause appearing,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

1. Pursuant to NRS 78.347, Shareholder Advocates, LLC, a shareholder of Ultimate Franchise Systems, Inc., is hereby appointed custodian of Ultimate Franchise Systems, Inc.
2. Shareholder Advocates, LLC is authorized to take any actions on behalf of Ultimate Franchise Systems, Inc., pursuant to NRS 78.347 that are reasonable, prudent, or for the

1 benefit of Ultimate Franchise Systems, Inc., including but not limited to issuing new
2 shares of stock and issuing new classes of stock.

3 3. Pursuant to NRS 78.347(3)(a), Shareholder Advocates, LLC, shall comply with NRS
4 78.180 to reinstate Ultimate Franchise Systems, Inc.

5 4. Shareholder Advocates, LLC shall provide reasonable notice to all shareholders of
6 record of a shareholders meeting that will be held within a reasonable time after this
7 Order is entered.

8 5. Shareholder Advocates, LLC, as custodian of Ultimate Franchise Systems, Inc., shall
9 submit a report to this Court of the actions taken at said shareholders meeting.

10 6. Shareholder Advocates, LLC shall report to this Court every three (3) months
11 concerning its custodianship of Ultimate Franchise Systems, Inc., while such
12 custodianship remains active.

13 7. Shareholder Advocates, LLC shall, pursuant to NRS 78.347(4), file an amendment to
14 the Articles of Incorporation of Ultimate Franchise Systems, Inc., with the Secretary of
15 State containing the following disclosures and statements:

16 a. Disclosures of any previous criminal, administrative, civil or National
17 Association of Securities Dealers, Inc., or Securities and Exchange Commission
18 investigations, violations, or convictions concerning Shareholder Advocates,
19 LLC, or its affiliates or subsidiaries.

20 b. A statement that reasonable, but ultimately unsuccessful, attempts were made to
21 contact the officers or directors of the corporation to request that Ultimate
22 Franchise Systems, Inc., comply with corporate formalities and to continue its
23 business.

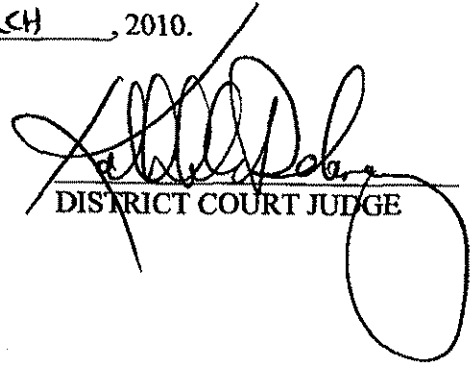
24 c. A statement that Shareholder Advocates, LLC, is in fact, continuing the business
25 and attempting to further the interests of the shareholders.
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- d. A statement indicating that Shareholder Advocates, LLC will reinstate or maintain the corporate charter.
- e. Any other information as may be required by regulations promulgated by the Nevada Secretary of State.

IT IS SO ORDERED.

DATED this 22nd day of MARCH, 2010.


DISTRICT COURT JUDGE

Respectfully Submitted by:
CHASEY HONODEL, P.C.


PETER L. CHASEY, ESQ.
Nevada Bar No. 007650
3295 N. Fort Apache Road, Suite 110
Las Vegas, Nevada 89129
Tel: (702) 233-0393 Fax: (702) 233-2107
Email: peter@chlvlaw.com
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SHAREHOLDER ADVOCATES, LLC