

120 HAYS STREET
TALLAHASSEE, FL 32301
904-22-0171
904-22-0193 FAX

800-342-8086

9500053291



ACCOUNT NO. : 072100000003

REFERENCE : 637339 B1444A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : July 11, 1995

ORDER TIME : 9:58 AM

ORDER NO. : 637339

CUSTOMER NO: B1444A

CUSTOMER: Lawrence R. Patterson, Esq
PATTERSON & GREEN

Suite A
3010 S. Third Street
Jacksonville, FL 32250

600001534446
-07/11/95--01050--002
****122.50 ****122.50

EFFECTIVE DATE
JUL 10 1995

DOMESTIC FILING

NAME: AVANTI PIZZA, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

J. BROWN

JUL 11 1995

FILED
95 JUL 11 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
JUL 10 1995

ARTICLES OF INCORPORATION
OF
AVANTI PIZZA, INC.

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE I: Corporate Name. The name of the corporation is Avanti, Pizza, Inc.

ARTICLE II: Corporate Existence. The corporation shall exist for perpetuity commencing as of the execution of these Articles.

ARTICLE III: Corporate Purpose. The corporation is organized for the purpose of operating a restaurant and pizzeria for the retail sale of food, and all associated business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV: Authorized Stock. The corporation is authorized to issue 10,000 shares of common stock, par value \$1.00 per share.

ARTICLE V: Registered Office and Agent. The street address of the initial registered office of this corporation is 3010 South Third Street, Suite A, Jacksonville Beach, Florida 32250, with a mailing address of the same, and the name of the initial registered agent at that address of this corporation is Lawrence R. Patterson.

ARTICLE VI: Principal Place of Business. The principal place of business of this corporation shall be: 1239 So. 3rd Street, Jacksonville Beach, Florida 32250.

ARTICLE VII: Initial Directors. This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

C. Timothy Bishop
505-4 Villa Del Mar Drive
Ponte Vedra Beach, FL 32081

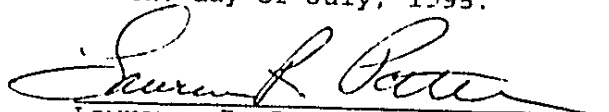
ARTICLE VIII: Incorporator. The name and address of the person signing these Articles of Incorporation is Lawrence R. Patterson, 3010 South Third Street, Jacksonville Beach, Florida 32250.

ARTICLE IX: Power to Amend. The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

95 JUL 11 PM 3:42
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE X: Reserved Right to Amend. The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto, in any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th. day of July, 1995.


Lawrence R. Patterson

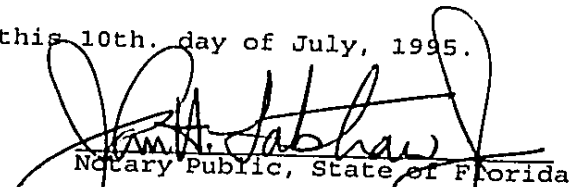
STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared Lawrence R. Patterson, personally known to me to be the individual described in and who executed the foregoing instrument and who (did) take an oath, and who acknowledged the execution thereof to be their own free act and deed.

WITNESS my hand and seal this 10th. day of July, 1995.



JOHN H. LATSHAW JR.
My Commission CC:89276
Expires Jun. 15, 1998


Notary Public, State of Florida
My Commission Expires:

HAVING BEEN NAMED to accept service of process for Avanti Pizza, Inc. at the place designated in the Articles of Incorporation, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relating to the corporation on complete performance of my duties.

Dated this 10th. day of July, 1995.


Lawrence R. Patterson

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION FOR REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
Department of Corporations

FILED
96 OCT 14 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P95000053291

AVANTI PIZZA, INC.

Principal Office Address
1239 S. 3RD STREET
JACKSONVILLE BEACH FL 32250

Mailing Address
1239 S. 3RD STREET
JACKSONVILLE BEACH FL 32250



If above address is an incorrect entry, you through incorrect information and enter correction below
1. New Principal Office Address, if Applicable
2. New Mailing Office Address, if Applicable

Name, Apt. #, etc. State, Apt. #, etc. City & State, Country, Zip, Country, Zip, Country

4. Date Incorporated or Qualified To Do Business in Florida: 07/10/1995
5. FEI Number: 59-3325233
6. CERTIFICATE OF STATUS DESIRED: Applied For / Not Applicable
\$8.75 Additional Fee required for a Certificate of Status

Name and Street Address of Each Officer and of Director of each nonprofit corporation (List at least 3 directors)

Name of Officers and of Directors	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City / State / Zip
D BISHOP, C. TIMOTHY	505-4 VILLA DEL MAR DRIVE	PONTE VEDRA BEACH FL 32081
		000001981820--2 -10/22/96--01003--012 ****375.00 ****375.00
		B10-18-94

8. Name and Address of Current Registered Agent
PATTERSON, LAWRENCE R
3010 SOUTH THIRD STREET
SUITE A
JACKSONVILLE FL 32250

9. Name and Address of New Registered Agent
Name: _____
Street Address (P.O. Box Number is Not Acceptable): _____
State, Apt. #, Etc.: _____
City: _____ State: FL Zip Code: _____

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607 0505, F.S.
Signature of Registered Agent: *Lawrence R. Patterson*
REGISTERED AGENT MUST SIGN
Date: _____

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No
(See other side for information on intangible tax.)

I, the undersigned, am an officer or director of the corporation or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this application, the corporation has been organized, the corporate name satisfies the requirements of section 607 0401 or 617 0401, F.S., that all fees have been paid and that the signature of individuals listed on this form do not qualify for an exemption under section 119 07(3)(b), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: *Charles Timothy Bishop* CHARLES TIMOTHY BISHOP
Date: 10/1/96 Daytime Phone #: 904-281-3587