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GROVELAND, FLORIDA 34736

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ARTHUR E. ROBERTS
(1929-1997)

FILED
01 AUG 13 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 8, 2001

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

300004531223--5
-08/14/01--01005--009
*****122.50 *****78.75

Re: Fresh Dough Pizza Corp.

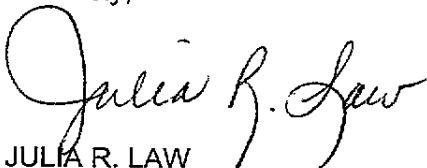
Gentlemen:

Relative to the subject new corporation, enclosed please find the original and one copy of the articles of incorporation, which I would appreciate your filing and returning the copy to me certified.

Also enclosed is my trust account check in the amount of \$122.50, representing the \$35.00 filing fee, \$52.50 for certified copy, and \$35.00 for registered agent fee.

Thanking you for your assistance in this matter, I remain

Sincerely,


JULIA R. LAW

JRL/bs

Enclosures

8-16-01
WCC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FRESH DOUGH PIZZA CORP.

The undersigned subscribers to these Articles of Incorporation, natural person competent to contract, hereby set forth their intention to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is FRESH DOUGH PIZZA CORP.

ARTICLE II

This corporation shall exist perpetually.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

The registered office of this corporation in the State of Florida is 117 East Broad Street, Groveland, Florida 34736. The Registered Agent for this corporation at this address is LUIS A. SANTIAGO. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

The corporation shall have two directors initially, whose names and addresses are:

LUIS A. SANTIAGO, 1147 West Minneola Avenue, Clermont, Florida 34711

LOURDES OCHOA, 1147 West Minneola Avenue, Clermont, Florida 34711.

ARTICLE VII

The names and addresses of the incorporators of this corporation are:

LUIS A. SANTIAGO, 1147 West Minneola Avenue, Clermont, Florida 34711

LOURDES OCHOA, 1147 West Minneola Avenue, Clermont, Florida 34711.

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a three-quarters majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX

Shares of stock in this corporation may be transferred only as provided in the By-Laws of the corporation existing and in force at the time such transfer is desired.


LUIS A. SANTIAGO


LOURDES OCHOA

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, a Notary Public,
duly authorized in the State and County named above to take acknowledgments,
personally appeared LUIS A. SANTIAGO and LOURDES OCHOA, who are
~~personally known to me or~~ who produced FLDL# S532-521-64-415-04
0200-533-71-517-0, as identification,
who are the incorporators in the foregoing Articles of Incorporation, and
acknowledged that they subscribed to these Articles of Incorporation

WITNESS my hand and seal in the County and State named above this
8th day of August, 2001.

Beverly S. Staples
Notary Public



Beverly S. Staples
MY COMMISSION # CC790547 EXPIRES
January 15, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

**STATE OF FLORIDA
DEPARTMENT OF STATE**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS
AND DIRECTORS.**

The following is submitted, in compliance with Chapter 607.034, Florida Statutes:

FRESH DOUGH PIZZA CORP., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 117 East Broad Street, Groveland, County of Lake, State of Florida, has named LUIS A. SANTIAGO, located at 117 East Broad Street, Groveland, Florida 34736, as its agent to accept service of process within this state.

OFFICERS:

Name	Title	Specific Address
LUIS A. SANTIAGO	President/Treasurer	1147 West Minneola Avenue Clermont, Florida 34711
LOURDES OCHOA	Vice President/Secretary	1147 West Minneola Avenue Clermont, Florida 34711

DIRECTORS:

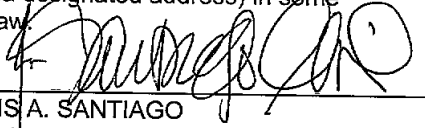
Name	Specific Address
LUIS A. SANTIAGO	1147 West Minneola Avenue Clermont, Florida 34711
LOURDES OCHOA	1147 West Minneola Avenue Clermont, Florida 34711

BY: 

LUIS A. SANTIAGO
Corporate Officer

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.



LUIS A. SANTIAGO
Registered Agent

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER
THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT
IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE
OF FLORIDA.

1. The name of the corporation is FRESH DOUGH PIZZA CORP.
2. The name and address of the registered agent and office is LUIS A.

SANTIAGO, 117 East Broad Street, Groveland, Florida 34736. Having been named as
registered agent and to accept service of process for the above stated corporation at the
place designated in this certificate, I hereby accept the appointment as registered agent
and agree to act in this capacity. I further agree to comply with the provisions of all
statutes relating to the proper and complete performance of my duties, and I am familiar
with and accept the obligations of my position as registered agent.



LUIS A. SANTIAGO, Registered Agent

Date: 8/8/01

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01 AUG 13 AM 8:13
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TALLAHASSEE, FL 00000