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Department of State

Memorandum Office of the General Counsel

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 16 PM 1:13

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: December 15, 1999

RE: Cici Enterprises, Inc.

600003078726--5
-12/22/99-01097-003
***1965.00 ***1965.00

D/B/A

-name not avail.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1996 of \$465.00 and foreign non-qualified penalties for the same period of \$1500.00 assessed at the statutory minimum of \$500.00 per year and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

p95-86108
Conflict

FRCP) need
FNG data base
reconciled
- 12/23

699-28916
Deducted \$70 FF
from penalty fees
per Hy's request.

Name	
Availability	12/22/99
Document Examiner	Uet
Updater	
Updater Verifier	
Acknowledgement	
P. Verifier	

p95-86108
Uet 1/19

BILING	
COPY	
AGENT	
TOTAL	
BALANCE DUE \$	
REFUND \$	

FF \$70.00
PF - 1430.00
AR Fees - 465.00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
OFFICE OF THE GENERAL COUNSEL

F A C S I M I L E T R A N S M I T T A L

TO FAX NUMBER: (972) 389-2426

12/8/99

Please deliver the following pages to:

NAME: Tim Alba

Tim Alba

COMPANY: CiCi Enterprises, Inc.

will mail check

CITY/STATE:

JMC Restaurant

SENDER: Gerard T. York, Esq.,
Assistant General Counsel

Magnet #

recd g.c.f.

DATE/TIME: 11/12/99 3:45 PM

NUMBER OF PAGES (including transmittal sheet):2

FROM FAX: 850/922-5763 (Suncom 292-5763)

COMMENTS: This communication is subsequent to our telephone conversation of this date. Assuming CiCi Enterprises, Inc., has transacted business in Florida since 1996, annual report fees and statutory penalties which could be assessed against your company under section 607.1502(4), Florida Statutes would be \$3465. We would offer to settle the issue of annual report fees and foreign non-qualified penalties from CiCi Enterprises, Inc., for the sum of \$1965 reflecting annual report fees from 1996 of \$ 465 and penalties from 1996 of \$1500 assessed at the statutory minimum of \$500 per year. This offer is valid through December 17, 1999.

Upon receipt of a check in that amount payable to the Department of State, Division of Corporations, I will instruct the Division of Corporations to issue CiCi Enterprises, Inc., a Certificate of Authority to transact business in Florida. If your corporation is interested in accepting this offer, please mail the check to this attorney at: Office of General Counsel, LL-10, The Capitol, Tallahassee, Florida 32399-0250.

Please do not hesitate to contact me should you have any questions.

If there are any problems in receiving this transmission, call Cara at 850/414-5536 or Suncom 994-5536.

LL-10 • THE CAPITOL • TALLAHASSEE, FLORIDA 32399-0250

York, Gerard

From: Tadlock, Brenda
Sent: Friday, November 12, 1999 3:17 PM
To: York, Gerard
Subject: RE: Cici Enterprises

Gerry:

We do not keep individual copies of the FNQ letters we send out.

I can tell you from the FNQ database that we have sent them the first two form letters.

Let me know if you need anything else.

Brenda

-----Original Message-----

From: York, Gerard
Sent: Friday, November 12, 1999 1:26 PM
To: Mays, Mike
Cc: Tadlock, Brenda
Subject: Cici Enterprises

Could you please fax me your prior correspondence to this entity? Thanks

CiCi's Pizza

The Best Pizza Value Anywhere.

December 13, 1999

Gerard T. York, Esq.,
Assistant General Counsel
Florida Department of State
LL-10
The Capitol
Tallahassee, FL 32399-0250

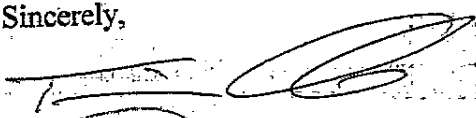
Dear Mr. York,

Per our discussion, we accept your settlement offer and have remitted the agreed upon amount of \$1965 for CiCi Enterprises, Inc.'s to be compliant with Florida registration requirements. Attached are the Application and Texas Certificate that you said were required.

As I stated in my voice mail to you on December 13, 1999, our check for \$1965 was inadvertently mailed to your office separately from this letter and attachments. Please apply the check to these documents. It is our understanding that no other filings or payments are due in order to be compliant with all Florida registration requirements. Also, per our discussion, it is our understanding that our sister company, JMC Restaurant Distribution, Inc., does not need to register with the state of Florida.

If you have any questions, please call me at 972-389-2424 extension 5136.

Sincerely,



Tim Alba
Corporate Controller

CiCi Enterprises, Inc.
1620 Rafe Street, Suite 114 • Carrollton, Texas 75006-6658 • (972) 389-2424 • Fax (972) 389-2425



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 23, 1999

TIM ALBA, CORP. CONTROLLER
CICI ENTERPRISES, INC.
1620 RAFF ST., SUITE 114
CARROLLTON, TX 75006-6658

We have received your document for CICI ENTERPRISES, INC. and your check(s) totaling \$1965.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

If you have any questions concerning the filing of your document, please call (850) 487-6911.

Brenda Tadlock
Sr. Corporate Section Administrator

Letter Number: 599A00060080

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. CICI ENTERPRISES, INC d/b/a Cici Enterprises of Texas, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. TEXAS 3. 75-1999708
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 01/31/85 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 01/01/96
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1620 BARE STREET, SUITE 114

CARROLLTON, TX 75006
(Current mailing address)

8. PIZZA RESTAURANTS
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND ROAD

PLANTATION, Florida, 33324

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Randy A. Shilley
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____
_____**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**President: JOE CROCEAddress: 1620 RAFF STREET, SUITE 114CARROLLTON, TX 75006

Vice President: _____

Address: _____

Secretary: _____

Address: _____
_____Treasurer: J. FORBES ANDERSONAddress: 1620 RAFF STREET, SUITE 114CARROLLTON, TX 75006**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.13. J. Forbes Anderson, CFO

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. J. Forbes Anderson, CFO/Treasurer

(Typed or printed name and capacity of person signing application)

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 19 PM 1:19

I, the undersigned J. FORBES ANDERSON, do hereby certify
(Name)

that this Resolution of the Board of Directors of C: C: Enterprises, Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Texas,
was duly adopted on January 11, 2000.

Be it resolved, that C: C: Enterprises
(Corporate Name)

organized and existing in the State of Texas, hereby adopts the name
C: C: Enterprises of Texas, Inc. for use in Florida.

Dated: 1/11/00

J. Forbes Anderson
Signature of either Chairman, Vice Chairman or any officer

J. FORBES ANDERSON
Type or print name



The State of Texas

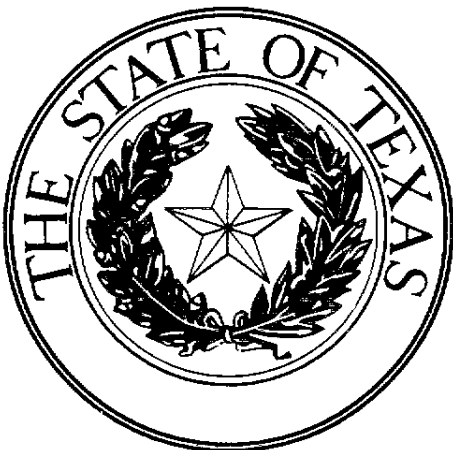
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

CICI ENTERPRISES, INC.
File No. 731998-00

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on November 23, 1999.*



Elton Bomer
Secretary of State

DAE