

F98000004172



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

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-05/07/98--01131--001  
\*\*\*\*122.50 \*\*\*\*122.50

W98-10432

Name and address to whom correspondence should be sent  
SWART, BAUMRUK & TWOHIG, LLP  
717 E. OAK STREET  
KISSIMMEE, FL 34744

This will acknowledge receipt of your request for information relative to the qualification of a foreign corporation in Florida. The following requirements must be complied with to qualify:

1. A recent certificate of status from the State of Incorporation evidencing its corporate existence. If the certificate is in a foreign language a translation of the certificate under oath of the translator must be attached (photocopies are not acceptable).

2. Application for Authorization to Transact Business must be completed in its entirety.

3. Fees for qualification are:

\$20 Filing Fee  
\$20 Registered Agent Designation  
\$30 Certified Copy (optional)

4. Send one check in the total amount made payable to Department of State.

5. A letter of acknowledgement is issued upon qualification. You may request a certificate of status for an additional \$5.00.

Any further inquiries on this matter should be directed to the Division of Corporations, Bureau of Commercial Recording, Qualification and Registration Section, P.O. Box 6327, Tallahassee, FL 32314, or by calling (904) 487-6051.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 22 AM 10:18

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 7, 1998

SWART, BRAMRUK & TWOHIG, LLP  
717 E. OAK STREET  
KISSIMMEE, FL 34744

SUBJECT: CAPTAIN TONY'S PIZZA, INC.  
Ref. Number: W98000010432

We have received your document for CAPTAIN TONY'S PIZZA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The form you submitted is outdated. I have enclosed the most recent modification of the application for your completion.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 398A00025421

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DIVISION OF CORPORATIONS  
98 JUL 22 AM 10:19

Affidavit

The undersigned, acting in the capacity of president of Captain Tony's Pizza, Inc., a New York corporation, hereby declares and affirms that the Corporation has no intention of reinstating its active status with the State of Florida and hereby releases the name "Captain Tony's Pizza, Inc." for use by another entity.

6/30/98  
Date

Michael Martella  
Michael Martella, President  
Captain Tony's Pizza, Inc.  
(a New York corporation)

STATE OF FLORIDA  
COUNTY OF Volusia

The foregoing instrument was acknowledged before this 30 day of June, 1998  
by Michael Martella, known to me or who has produced FDN # PL 34/55266-4600  
as identification.

Seal

B. Gail Kurth  
Notary Public, State of Florida  
Commission Number \_\_\_\_\_



B GAIL KURTH  
My Commission CC456697  
Expires Jul. 22, 1999

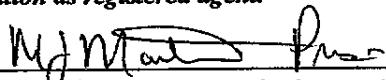
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SECRETARY OF STATE  
DIVISION OF REGISTRARS  
98 JUL 22 AM 10:19

**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. Captain Tony's Pizza, 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. Nevada  
(State or country under the law of which it is incorporated)
3. 59-3421262  
(FEI number, if applicable)
4. 12/5/96  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. January 20, 1998  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2607 S Woodland Blvd., #300  
Deland, FL 32720  
(Current mailing address)
8. To engage in any and all lawful business  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)  
Name: Michael J. Martella  
Office Address: 1475 Covered Bridge Dr.  
Deland, Florida, 32724  
(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.*

  
(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.

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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: Michael J. Martella

Address: 1475 Covered Bridge Dr., Deland, FL 32724

Vice Chairman: n/a

Address:

Director: n/a

Address:

Director: n/a

Address:

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Michael J. Martella

Address: 1475 Covered Bridge Dr., Deland, FL 32724

Vice President: n/a

Address:

Secretary: Michael J. Martella

Address: 1475 Covered Bridge Dr., Deland, FL 32724

Treasurer: n/a

Address:

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

*My name & Chair*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

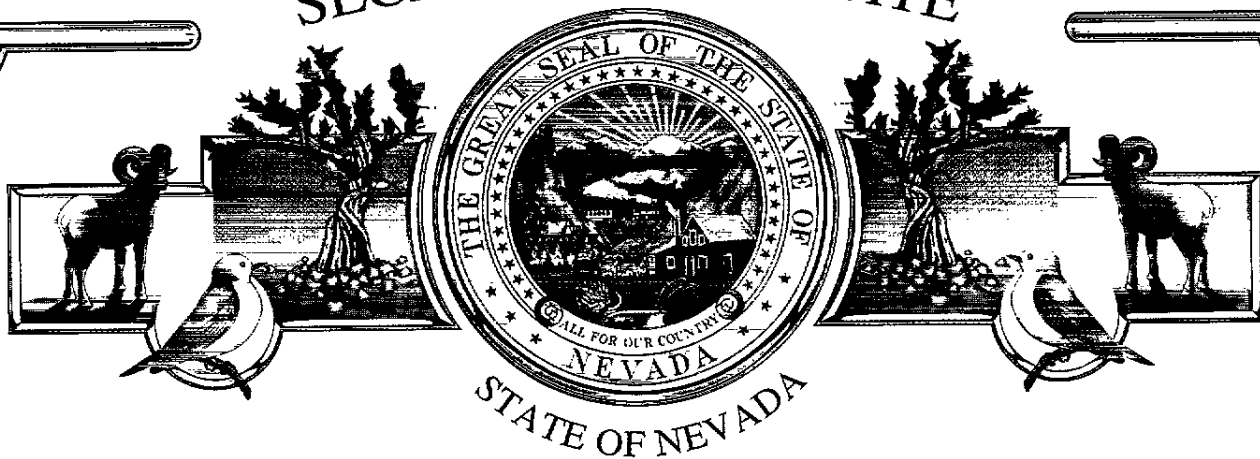
14.

Michael J. Martella, President

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

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DIVISION OF CORPORATIONS  
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# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **CAPTAIN TONY'S PIZZA, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 5, 1996, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on April 8, 1998.



By

Secretary of State

Certification Clerk

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SECRETARY OF STATE  
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