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(Requestor's Name)

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☐ PICK-UP

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(Business Entity Name)

(Document Number)

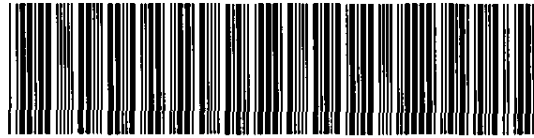
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EXAMINER



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CORPORATION SERVICE COMPANY

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ACCOUNT NO. : I20000000195
REFERENCE : 042329 4323109
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 180.00

ORDER DATE : December 29, 2011

ORDER TIME : 9:54 AM

ORDER NO. : 042329-005

CUSTOMER NO: 4323109

CONVERSION

NAME: ANTHONY'S PIZZA HOLDING
COMPANY, INC.

EFFECTIVE DATE:

XX___ ARTICLES OF CONVERSION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX_____ CERTIFIED COPY

CONTACT PERSON: Doreen Wallace -- EXT# 2928

EXAMINER'S INITIALS: _____

**CERTIFICATE OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

(Section 608.439, Florida Business Corporation Act)

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DIVISION OF CORPORATIONS
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This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida limited liability company in accordance with Section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Anthony's Pizza Holding Company, Inc.
2. The "Other Business Entity" is a corporation incorporated under the laws of the State of Florida on July 19, 2004, and currently exists on the official records of the State of Florida. (Effective date - July 11, 2004.)
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is Anthony's Pizza Holding Company, LLC.
4. The conversion shall be effective upon filing.
5. The conversion was approved by the Board of Directors and the sole shareholder of the Company as required by applicable law.
6. The conversion is permitted and the conversion complies with such laws and the requirements of Section 608.439, Florida Statutes, in effecting the conversion.

7/11/2004

(Signature on Next Page)

Signed this 28th day of December, 2011.

Anthony's Pizza Holding Company, Inc., a Florida
corporation

By: Samuel Weiss
Samuel Weiss, Vice President

Anthony's Pizza Holding Company, LLC

s/ Samuel Weiss

Samuel Weiss, Authorized Person

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ARTICLES OF ORGANIZATION

OF

ANTHONY'S PIZZA HOLDING COMPANY, LLC

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I. NAME

The name of the limited liability company is **Anthony's Pizza Holding Company, LLC**.

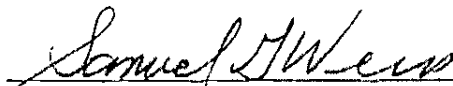
ARTICLE II. ADDRESS

The mailing address of the principal office of the limited liability company is 1660 NW 19th Avenue, Pompano Beach FL 33069 and the street address of the principal office of the limited liability company is the same.

The street address of the initial registered office of the limited liability company is 1660 NW 19th Avenue, Pompano Beach FL 33069, and the name of the initial registered agent of the limited liability company at that address is Samuel Weiss.

ARTICLE III. TERM OF EXISTENCE

This limited liability company is to exist perpetually.



Samuel Weiss, Authorized Member

Signature of a member or authorized representative of a member.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **Anthony's Pizza Holding Company, LLC**.
2. The name and address of the registered agent and office is:

Samuel Weiss
1660 NW 19th Avenue
Pompano Beach FL 33069

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this Certificate, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.


Samuel Weiss

December 28, 2011