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03/31/00

Division of Corporations
Department of State
Post Office Box 6237
Tallahassee, FL 32314

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*****78.75 *****78.75

RE: Articles of Incorporation of
Bulldog Pizza, Inc.

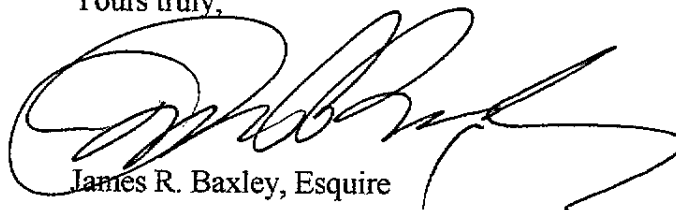
Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named corporation. Please file the original Articles and certify the enclosed copy as the certified copy, and return same to me. Enclosed is my firm's check in the sum of \$78.75 to cover the filing costs, as follows:

- | | | |
|----|------------------------------|---------|
| 1. | Filing Fee | \$35.00 |
| 2. | Certified Copy | \$8.75 |
| 3. | Registered Agent Designation | \$35.00 |

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

Yours truly,


James R. Baxley, Esquire

FILED
00 APR -6 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BULLDOG PIZZA INC.

FILED
00 APR -6 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is BULLDOG PIZZA INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III – NATURE OF BUSINESS

The general nature of business and the proposed objects and purposes to be transacted, promoted and carried on by the corporation are to do any and all things hereinafter mentioned as fully and to the same effect and extent as natural persons might, or could do under the laws of the State of Florida, viz.,

- A. To engage in every aspect of a restaurant business or pizza store.
- B. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- B. To own real and personal property necessary for the carrying out of the business venture.

ARTICLE IV - STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - SHAREHOLDERS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI – REGISTERED AGENT

The street address of the initial registered office of this corporation is 8131 Lake Crowell Circle, Orlando, FL 32836 and the name of the initial registered agent of this corporation at that address is Lou DiFazio.

ARTICLE VII – BOARD OF DIRECTORS

This corporation shall have two members constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name(s) and address(es) of the initial Board of Directors of the corporation is:

Lou Difazio as President, Secretary and Treasurer

8131 Lake Crowell Circle, Orlando, FL 32836

Dawn E. DiFazio as Vice President

8131 Lake Crowell Circle, Orlando, FL 32836

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these articles is: Lou DiFazio whose address is 8131 Lake Crowell Circle, Orlando, FL 32836.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 24 day of March, 2000.

Bulldog Pizza, Inc.

By Lou DiFazio
Incorporator

STATE OF FLORIDA

COUNTY OF FL

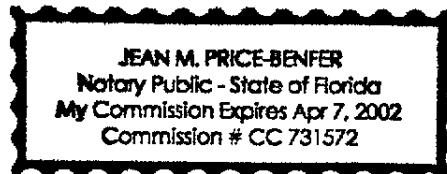
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Lou DiFazio, President of Bulldog Pizza Inc, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 24 day of March, 2000.

Jean M. Price-Benfer

NOTARY PUBLIC, State of Florida
at Large

My commission expires:



CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

FILED
00 APR -6 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that BULLDOG PIZZA, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 8131 Lake Crowell Circle, Orlando, FL 32836 has named Lou DiFazio located at 8131 Lake Crowell Circle, Orlando, FL 32836 its agent to accept service of process within Florida.

Dated: 3-24-00

Lou DiFazio
LOU DIFAZIO, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

LOU DIFAZIO

By Lou DiFazio
LOU DIFAZIO, President
Registered Agent