

ARIEL A. LORIE ACCOUNTING
BRUDOLIS PIZZA, INC.
18876 LA COSTA LN
BOCA RATON, FL 33496

FILED
00 NOV 15 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P00000107183

07/11/00

SECRETARY OF STATE
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
PO BOX 6327
TALLAHASSEE, FL 32314

REF: BRUDOLIS PIZZA, INC.

Dear Sirs:

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****122.50 ****78.75

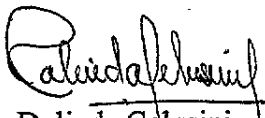
Enclosed herewith are the articles of incorporation for:

BRUDOLIS PIZZA, INC.

Also enclosed is a check in the amount of \$ 122.50 covering the various fees.

Please mail the certification and any correspondence to the above address.
Thank You.

Yours truly,


Dolinda Gelusini
President

CERTIFICATE OF INCORPORATION

-OF-

BRUDOLIS PIZZA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statues of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

BRUDOLIS PIZZA, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED (\$ 500.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

18876 LA COSTA LN
BOCA RATON, FL 33496

ARTICLE VII

The number of directors of this corporation shall be at least one and no more than five (5).

ARTICLE VIII

The names and street address of the members of the first Board of Directors of this Corporation are the follows:

DOLINDA GELUSINI _____	18876 LA COSTA LN BOCA RATON, FL 33496
ERNESTO S. BRUNO _____	18876 LA COSTA LN BOCA RATON, FL 33496

ARTICLE IX


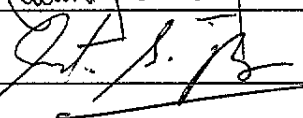
The name and street address of the persons signing these Articles of Incorporation as subscriber is as follows:

DOLINDA GELUSINI _____	18876 LA COSTA LN BOCA RATON, FL 33496
ERNESTO S. BRUNO _____	18876 LA COSTA LN BOCA RATON, FL 33496

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, DOLINDA GELUSINI and ERNESTO S. BRUNO, both being natural persons, competent to contract, has hereunto set their hands and seals this 10 day of NOVEMBER, 2000.


_____(SEAL)

_____(SEAL)


STATE OF FLORIDA }
 } SS
COUNTY DADE }

BEFORE ME, the undersigned, Notary Public of the State of Florida, personally appeared Dolinda Gelusini and Ernesto S. Bruno, to me well know and know to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed the same freely and voluntary for the purpose therein expressed.

WITNESS my hand and official seal this 10 day of NOVEMBER, 2000.



(NOTARY SEAL)



Notary Public, State of Florida
My Commission Expires: 03-29-02

**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

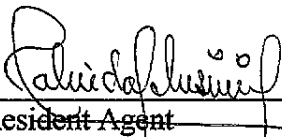
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CLERK OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That **BRUDOLIS PIZZA, INC.** desiring to organize under the laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of Miami Beach, County of Dade, State of Florida, has named DOLINDA GELUSINI, located at 18876 LA COSTA LN, BOCA RATON, FL 33496, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 
Resident Agent