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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 963629 118517A

AUTHORIZATION :

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN 12 PM 3:18

ORDER DATE : January 12, 2001

ORDER TIME : 12:20 PM

ORDER NO. : 963629-005

CUSTOMER NO: 118517A

CUSTOMER: Ms. Linda Bass
Fuller Holsonback & Bivins
Attorneys & Counselors At Law
Suite 2650
100 N. Tampa Street
Tampa, FL 33602

300003535863--6

DOMESTIC FILING

NAME: TOP DOG PIZZA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Denise Mick - EXT. 1150

EXAMINER'S INITIALS:

RECEIVED
01 JAN 12 PM 2:46
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

TOP DOG PIZZA, INC.

FILED
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DIVISION OF CORPORATIONS
01 JAN 12 PM 3:18

The undersigned, acting as the incorporator of Top Dog Pizza, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

Top Dog Pizza, Inc.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and mailing address of the corporation is:

10103 Sherwood Lane, #156
Riverview, Florida 33569

ARTICLE III. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 1,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
David Williams	10103 Sherwood Lane, #156 Riverview, Florida 33569

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 10103 Sherwood Lane, #156, Riverview, Florida 33569, and the name of the corporation's initial registered agent at that address is David Williams.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator is:

David Williams
10103 Sherwood Lane, #156
Riverview, Florida 33569

EXECUTION DATE: January 11, 2001

David Williams
David Williams
as incorporator

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

TOP DOG PIZZA, INC.

ACCEPTANCE OF REGISTERED AGENT

01 JAN 12 PM 3:18

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Top Dog Pizza, Inc., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 10103 Sherwood Lane, #156, Riverview, Florida 33569, has named David Williams as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Top Dog Pizza, Inc. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

EXECUTION DATE: January 11, 2001

David Williams
David Williams
as Registered Agent

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