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ACCOUNT NO. : 07210000032

REFERENCE: 963629 118517A

AUTHORIZATION :

COST LIMIT : \$ 78.75

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

DOMESTIC FILING

NAME:

TOP DOG PIZZA, INC.

EFFECTIVE DATE:

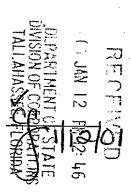
XX ARTICLES OF INCORPORATION ___ CERTIFICATE OF LIMITED PARTNERSHIP _ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Denise Mick - EXT. 1150

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

TOP DOG PIZZA, INC.

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 mail-

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>

Address

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 1/ , 2001

David Williams as incorporator

cy\williams\articles.001

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: | anwery //, 2001

David Williams

as Registered Agent

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