TRANSMITTAL LETTER

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

SUBJECT:

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00

Filing Fee

Filing Fee

& Certificate of Status

□ \$78.75

Filing Fee & Certified Copy \$87.50

Filing Fee, Certified Copy

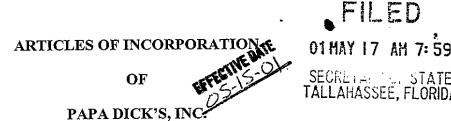
& Certificate of

Status

ADDITIONAL COPY REQUIRED

RICHARD A. OLBRYCH

NOTE: Please provide the original and one copy of the articles.



The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the state of Florida.

ARTICLE I NAME

The name of the corporation is:

PAPA DICK'S, INC.

ARTICLE II PRINCIPAL OFFICE

The address of the principal office of this corporation in the State of Florida is:

1710 N.E. 3rd Court, Suite 4 Boynton Beach, Florida 33435

ARTICLE III SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock, having a par value of \$1.00.

ARTICLE IV CAPITAL

The amount of capital with which this corporation will begin is Five Hundred Dollars (\$500.00)

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent for the corporation is:

Richard A. Olbrych 1710 N.E. 3rd Court, Suite 4 Boynton Beach, Florida 33435

ARTICLE VI MOVEMENT OF PRINCIPAL OFFICE

The stockholders may from time to time move the principal office of this corporation to any other address in the State of Florida.

ARTICLE VII DIRECTORS

This corporation shall have at least one (1) director initially, but the number of directors may be increased from time to time by by-laws adopted by the stockholders but shall never be less the one (1).

ARTICLE IX DIRECTORS AND OFFICERS

The name and address of the first Board of Directors and Officers are:

Richard A. Olbrych

1710 N.E. 3rd Court, Suite 4 Boynton Beach, FL 33435

President
Vice President
Secretary
Treasurer
Director

ARTICLE X AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the stockholders and approved at a stockholder's meeting, by a majority of the stock entitled to vote thereon.

ARTICLE XI SUBSCRIBER TO ARTICLES OF INCORPORATION

The name and address of the subscriber to these Articles of Incorporation are:

Richard A. Olbrych 1710 N.E. 3rd Court, Suite 4 Boynton Beach, Florida 33435

ARTICLE XII EFFECTIVE DATE OF INCORPORATION

The effective date of incorporation shall be May 15, 2001.

Subscriber

Having been named as registered agent and to accept service of process for Papa Dick's, Inc. at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

Registered Agent

Date