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AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Piquito

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2001 JUN 26 PM 1:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : June 26, 2001

ORDER TIME : 9:44 AM

ORDER NO. : 199621-005

CUSTOMER NO: 7158500

CUSTOMER: Suzanne N. Whibbs, Esq
Whibbs Whibbs & Johnson, P.a.

421 North Palafox Street

Pensacola, FL 32501

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DIVISION OF CORPORATIONS
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DOMESTIC FILING

NAME: FLORIDA PIZZA OF PENSACOLA,
FLORIDA, INC.

EFFECTIVE DATE:

800004445848--9

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: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

JP 6/26/01

**ARTICLES OF INCORPORATION
OF
FLORIDA PIZZA OF PENSACOLA, FLORIDA, INC.**

FILED

2001 JUN 26 PM 1:04

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation shall be **Florida Pizza of Pensacola, Florida, Inc.**

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address shall be 2900 E. Cervantes Street, Pensacola, Florida 32503.

**ARTICLE III
PURPOSE**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States or the State of Florida.

**ARTICLE IV
DURATION**

This corporation shall exist perpetually, commencing upon the date of filing these Articles of Incorporation with the State of Florida.

**ARTICLE V
CAPITAL STOCK**

The number of shares that this corporation is authorized to issue Five Hundred (15,000) shares of One Dollar (\$1.00) par value common stock, all of one class and series.

**ARTICLE VI
PREEMPTIVE RIGHTS**

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

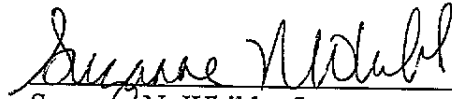
**ARTICLE VII
INITIAL REGISTERED AGENT AND OFFICE**

The street address of this corporation's initial registered office is 105 East Gregory Square, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is Suzanne N. Whibbs.

**ARTICLE VIII
INCORPORATOR**

The name and the address of the incorporator is Suzanne N. Whibbs 105 East Gregory Square, Pensacola, Florida 32501.

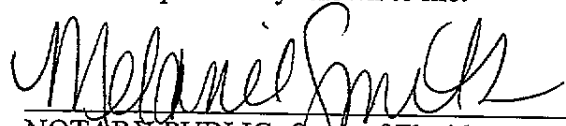
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of June, 2001.


Suzanne N. Whibbs, Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this the 25th day of June, 2001, by Suzanne N. Whibbs who personally appeared before me and is personally known to me.


NOTARY PUBLIC- State of Florida



**CERTIFICATE OF DESIGNATION OF RESIDENT
AGENT/REGISTERED OFFICE**

Pursuant to the provision of Section 607.0501 or 617.0501, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/office, in the State of Florida.

1. The name of the Corporation is: Florida Pizza of Pensacola, Florida, Inc.
2. The name and address of the registered agent and office is:

Suzanne N. Whibbs
105 East Gregory Square
Pensacola, Florida 32501

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 25th day of June, 2001.


Suzanne N. Whibbs

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