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TRANSMITTAL LETTER

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TALLAHASSEE, FLORIDA

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

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*****78.75 *****78.75

SUBJECT: Paradise Pizzas & Subs, Inc.
(Proposed corporate name-must include suffix)

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

<input type="checkbox"/> \$70.00 Filing fee	<input checked="" type="checkbox"/> \$78.75 Filing fee & Certificate	<input type="checkbox"/> \$122.50 Filing fee & Certified Copy	<input type="checkbox"/> \$131.25 Filing fee, Certified Copy & Certificate
------------------------------------------------	----------------------------------------------------------------------------	---------------------------------------------------------------------	-------------------------------------------------------------------------------------

FROM: Clifton H. Rodriguez, C.P.A.
Name (printed or typed)

3146 N.W. 68 Street

Ft. Lauderdale, Florida 33309

Voice: (954) 969-9637

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

B. BROWN SEP 25 2001

ARTICLES OF INCORPORATION

For

Paradise Pizzas & Subs, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Article I-Name of the Corporation

The name of the corporation shall be:

Paradise Pizzas & Subs, Inc.

Article II-Nature or Purpose of the Business

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state. The corporation will offer restaurant and catering services to its customers in the Tri-County area, the State of Florida, and the world. The corporation will comply with any professional regulations imposed by state agencies within the State of Florida as well.

Article III-Principal Office

The principal business mailing address of this corporation shall be:

6508 Pines Blvd
Pembroke Pines, Florida 33024
Voice: (954) 242-8895

Article IV-Number of Shares Authorized

The number of common shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1,000)

(The par value of the corporation common stock will be \$1.00) William and Mary Gannon Morgan will each own 75% and 25% respectively of the outstanding shares of the corporation stock (i.e., equity of the corporation).

Article V-Initial Registered Agent

The name and address of the initial registered agent is:

Clifton H. Rodriquez, C.P.A.
3146 N.W. 68 Street
Ft. Lauderdale, Florida 33309
(954) 969-9380

ARTICLES OF INCORPORATION

For

Paradise Pizzas & Subs, Inc.

Article VI-Subscriber(s)

William E. Morgan
6508 Pines Blvd
Pembroke Pines, Florida 33024

Mary Gannon-Morgan
6508 Pines Blvd
Pembroke Pines, Florida 33024

The undersigned subscribers have executed these Articles of Incorporation this

17th day of September, 2001

x William E Morgan
(Signature)

x Mary Gannon Morgan
(Signature)

Article VII-Perpetual Life

The corporation shall have a perpetual existence unless a majority of board of directors, or the shareholders decides to discontinue the existence of the corporation.

ARTICLES OF INCORPORATION

For

Paradise Pizzas & Subs, Inc.

Article VIII-Appointment of the Officers and Board of Directors

The Board of Directors shall be appointed in accordance with the Bylaws of the corporation. Each Board member shall be appointed in accordance with the Bylaws of the corporation, and shall carry out their responsibilities in a sincere and trustworthy manner. The following officers have been appointed by the Board of Directors of this corporation:

<u>Name</u>	<u>Position</u>
William E. Morgan	President/CEO/Chairperson
Mary E. Gannon-Morgan	Corporate Secretary/Director
Clifton H. Rodriguez, CPA	CPA/Board Advisor/Register Agent

**Articles of Incorporation
Filing Fee-\$35.00**

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

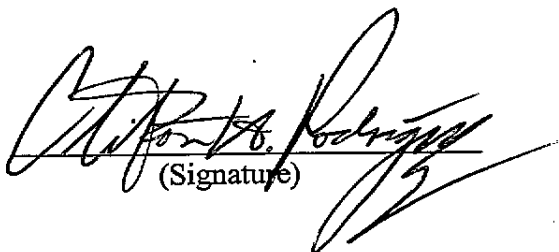
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Paradise Pizzas & Subs, Inc.
2. The name and address of the registered agent and office are as follows:

Clifton H. Rodriquez, C.P.A.
3146 N.W. 68 Street
Ft. Lauderdale, Florida 33309

Having been named as registered agent and to accept service 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 obligation of my position as registered agent.


(Signature)

September 17, 2001
(Date)

Division of Corporations, PO Box 6327, Tallahassee, Florida 32314