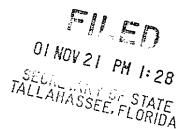
CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P01000111340



500004691396-2-1/21/01-01077-016******78.75.******78.75

	LTD Partnership File	.:
	Foreign Corp. File	
	L.C. File	
	Fictitious Name File	
	Trade/Service Mark	_
	Merger File	
	Art. of Amend. File	
	RA Resignation	
	Dissolution / Withdrawal	
	Annual Report / Reinstatement	
	Cert. Copy	معيد د
	Photo Copy	-
	Certificate of Good Standing	
	Certificate of Status	
	Certificate of Fictitious Name	
	Corp Record Search	
	Officer Search	
	Fictitious Search	
Signature	Fictitious Owner Search	· - -
Signature	Vehicle Search	
	Driving Record	
Requested by:	UCC 1 or 3 File	
WC 1/2/ /2:00	UCC 11 Search	
Name Date Time	UCC 11 Retrieval J. BRYAN NOV 2 1 2001	
Walk-In Will Pick Up	Courier	
174 Ponder's Printing - Thomasville, GA 9/00		

Art of Inc. File_

ARTICLES OF INCORPORATION

OF

KATZENJAMMER, INC.

The undersigned incorporator hereby certifies to the following in order to form a corporation for a profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is KATZENJAMMER, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purposes for which the Corporation is organized are the following:

- A. To operate and own a pizza restaurant business.
- B. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV - PRINCIPAL OFFICE

The principal office of this corporation is 2400 South French Road, Sanford, Florida 32771, and the corporate mailing address is at 2400 South French Road, Sanford, Florida 32771.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 60 Second Street, S.E., Winter Haven, Florida 33880, and the name of the initial registered agent at that address is BARRY W. BENNETT.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of Directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than one. The individuals constituting the original Board shall be:

David T. Roehrig 3710 New Tampa Highway Lakeland, Florida 33815 David Calhoun 850 Stoney Creek Road Oakland, Michigan 48363

Thomas Jackson 30300 Stephenson Highway Madison Heights, Michigan 48071

ARTICLE VIII - INCORPORATOR

DAVID T. ROEHRIG is the person signing these Articles of Incorporation.

ARTICLE IX - BY-LAWS

The power to adopt, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - NON-RESTRICTION OF CONTRACT

No contract or other transaction of the corporation with any person, firm or other corporation, in the absence of fraud or wrongdoing shall be effected or invalidated by the fact that any director of this corporation is party to or interested in such contract or other transaction or in any way connected with such person, firm or corporation, and each and every person who

may become a director of this corporation is hereby relieved from any liability that might otherwise exist from his contracting with this corporation for the benefit of himself or any other firm, person or corporation in which he may be in any way interested.

ARTICLE XI - SHARE TRANSFER RESTRICTIONS

Shares of the corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the Board of Directors:

Shareholder	Number of Shares
David T. Roehrig David Calhoun	240 shares 240 shares
Thomas Jackson	120 shares

Shares held by each shareholder may not be sold or otherwise transferred to other persons unless first offered to this corporation or to the remaining shareholders in proportion to their shares. The price, terms, and other provisions regarding this restriction may be specified by written agreement among the shareholders, which agreement may expand this Article and which may also include the corporation as a party. These restrictions are intended to preserve exemptions under federal and state securities laws, to provide for orderly changes in ownership of shares, and to serve other reasonable purposes.

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

DAVID T. ROEHRIG

STATE OF FLORIDA COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared DAVID T. ROEHRIG, (*\subset*) who is personally known to me or (_) who has produced as identification, known to me to be the incorporator of KATZENJAMMER, INC., and who executed the foregoing Articles of Incorporation and who acknowledged before me that he subscribed to these Articles of Incorporation.

Jackie A. Deck
MY COMMISSION # CC738280 EXPIRES
May 10, 2002
BONDED THRU TROY FAIN INSURANCE INC.

Notary Public - State of Florida

My Commission Expires: My Commission No.

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE_OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First -- that **KATZENJAMMER**, **INC.**, desiring to organize under the laws of the State of Florida, has named **BARRY W. BENNETT**, of 60 Second Street, S.E., Winter Haven, Florida 33880, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BARRY W. BENNETT

Registered Agent

jad\corp\katzenjammer.art

OI NOV 21 PM 1:28

SECKE ANY OF STATE
TALLAHASSEF, FIORITA