

P020000048046

ROMINOS PIZZA, INC.

5720 P6A Blv Apt 524

ORLANDO, FL 32839

(City/State/Zip/Phone #)

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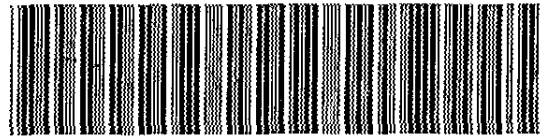
(Business Entity Name)

(Document Number)

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ALLAHASSEE FLORIDA

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ARTICLES OF DISSOLUTION  
ROMINO'S PIZZA, INC.  
DOC.#: P02000048046

FILED

ROMINO'S PIZZA, INC., by and through its president, hereby files these, its Articles of  
Dissolution and states:

05 OCT -6 PM 1:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is ROMINO'S PIZZA, INC.
2. The names and respective addresses of its officers are as follows:

Sofiane M. Hannachi – President, 5720 PGA Blvd. #524, Orlando, FL 32839

1. The names and respective addresses of its directors are as follows:

Sofiane M. Hannachi – President, 5720 PGA Blvd. #524, Orlando, FL 32839

2. All liabilities and obligations of the corporation have been paid, or discharged, or adequate provision for the payment of same has been made by the directors and shareholders of the corporation.

3. All property and assets of the corporation have been distributed among the shareholders in accordance with their respective rights and interest after payment or making provisions for payment of liabilities and obligation of the corporation.

4. There are no actions pending against the corporation in any court that adequate provision for payment thereof has not been made for the satisfaction of any potential judgment, order, or decree, which may be entered against the corporation.

5. The corporation elected to dissolve by act of the corporation, a copy of the resolutions to dissolve and statement that such resolution was adopted by the shareholders of the corporation on the 31<sup>st</sup> day of July, 2003 is attached.

Dated this 1<sup>st</sup> day of OCT., 2003.  
ROMINO'S PIZZA, INC.

By: [Signature]  
Sofiane M. Hannachi, as President

State of Florida:  
County Of Orange:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgement, personally appeared Sofiane M. Hannachi to be the person described in and who executed the foregoing instrument and who acknowledge before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this  
1<sup>st</sup> day of OCT., 2003.

[Signature]  
Notary Public

JOYLYNNE M. AVILES  
Notary Public, State of Florida  
My comm. exp. Oct. 31, 2003  
Comm. No. CC928430

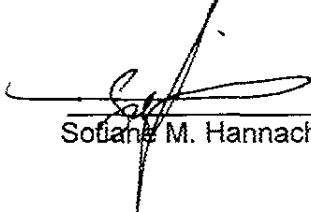
SHAREHOLDERS CONSENT TO DISSOLUTION OF CORPORATION

The undersigned, Sofiane M. Hannachi, represents that they are the sole shareholders of the outstanding stock of ROMINO'S PIZZA, INC., by consent to the

dissolution of the corporation by the filing of Articles of Dissolution with the Secretary of State, State of Florida.

Further, as the sole shareholder of the outstanding stock of the corporation, they do hereby direct the directors to implement a resolution of dissolution of the corporation.

Dated this 31<sup>st</sup> day of July 2003. 5/14

  
Sofiane M. Hannachi, as Shareholder

#### DIRECTORS IMPLEMENTATION OF RESOLUTION OF DISSOLUTION

WHEREAS, the shareholders of ROMINO'S PIZZA, INC., adopted a resolution of dissolution on the 31<sup>st</sup> day of July, 2003, electing to dissolve the Corporation and authorizing the Directors to dissolve and liquidate the said Corporation; now, therefore, be it:

1. RESOLVED, that as the President and Secretary of ROMINO'S PIZZA, INC., is authorized to take all actions necessary to wind up the affairs of the corporation, including the lease, sale, conveyance, or assignment of any or all of the Corporation's assets, and to execute any documents or instruments necessary and incident thereto;
2. RESOLVED, that as the President of ROMINO'S PIZZA, INC. is authorized and directed to distribute the assets of the Corporation in accordance with the terms and on the conditions set forth in a plan of liquidation previously adopted by the Board of Directors and the resolution of Directors for Distribution of Assets, in kind, Adopted the 31<sup>st</sup> day of July 2003.
3. RESOLVED FURTHER, that the President of ROMINO'S PIZZA, INC. returns, certificates, and affidavits required by federal, state, or local government in connection with or by reason of the liquidation and dissolution of the Corporation or on behalf of the Corporation, including the Internal Revenue Service.
4. RESOLVED FURTHER, that the President of ROMINO'S PIZZA, INC. is authorized and required to file all documents required by law to be filed in order to effect the dissolution of the Corporation.

The undersigned, being all of the Directors of ROMINO'S PIZZA, INC. authorize, by their signatures below, the above resolution.

IN WITNESS WHEREOF, the undersigned have hereunto signed their names.

Executed effective as of the 1<sup>st</sup> day of OCT., 2003, at Orlando, Florida.

  
Sofiane M. Hannachi, Director