



DANIEL J. COLLIER, P.A. Certified Public Accountant

1111 N.E. 25th Avenue, Suite 204 • Ocala, FL 34470 • (352) 732-5611

September 11, 2002

Secretary of State  
Division of Corporations  
P.O. Box 16327  
Tallahassee, Florida 32316

Gentlemen:

Enclosed please find original and one (1) copy of the Articles of Incorporation of Nikolai Pizza, Inc., and also the Certificate of Appointment of Statutory Agent for filing purposes. Please make the effective date of the corporation September 11, 2002.

I have enclosed a check in the amount of \$78.75 to cover the costs as follows:

Filing fees	\$ 35.00
Certified Copy	8.75
Registered Agent Designation	<u>35.00</u>
Total	<u>\$ 78.75</u>

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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FILED

EFFECTIVE DATE  
9-16-02

Please forward a certified copy of the Articles of Incorporation to the below address.

Daniel J. Collier P.A.  
1111 N.E. 25th Avenue  
Suite 204  
Ocala, Florida 34470

800007943489--1  
-09/23/02--01039--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Thank you in advance for your kind and prompt attention to this matter, and should you have questions or need of further information please feel free to contact me at the telephone number shown above in the letterhead.

Sincerely yours,

Daniel J. Collier C.P.A.

encl.  
cc/Paul J. Nikolai

Member of:  
American Institute of C.P.A.  
Florida Institute of C.P.A.



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

September 26, 2002

10/2

DANIEL J. COLLIER, P.A.  
1111 N.E. 25TH AVENUE  
SUITE 204  
OCALA, FL 34470

SUBJECT: NIKOLAI PIZZA, INC.  
Ref. Number: W02000028045

We have received your document for NIKOLAI PIZZA, INC.. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Corporate Specialist  
New Filings Section

Letter Number: 102A00054709

ARTICLES OF INCORPORATION  
OF  
Nikolai Pizza, Inc.

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ARTICLE I

Name

The name of this corporation shall be:

Nikolai Pizza, Inc.

ARTICLE II

Duration

This corporation is to exist perpetually.

The effective date of this corporation is September 16, 2002.

ARTICLE III

The general nature of the business to be transacted by this corporation is to manufacture, purchase or otherwise acquire, to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety or fraternal benefit society, association or company, or any state fair or exposition.

In addition to the above the corporation shall have power:

- (1) to conduct business in , have one or more offices in, and buy;
- (2) to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporation corporate property or other instruments to secure the payment of corporate indebtedness as required;
- (3) to purchase the assets of any other corporation or business entity and engage in the same or other character of business;
- (4) to guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation of State of Florida or any other state or government, and while owner of such stock to exercise any and all of the rights, powers and privileges of ownership to include but not limited to the rights, powers and privileges of ownership to include but not limited to the right to vote such stock;

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(5) to engage in any and all other activity and/or business whatever permitted under the laws of the United States and of the State of Florida.

#### ARTICLE IV

##### Capital Stock

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is seven-thousand five-hundred (7,500) shares of common stock with an initial par value of one (\$1.00) dollars per share. The par value of such stock may be adjusted from time to time by corporate resolution and dividends may be declared and distributed by the corporation to the respective Shareholders of record at the total discretion of the Board of Directors of the corporation.

#### ARTICLE V

##### Preemptive Rights

Each and every Shareholder, upon the sale for cash and/or other consideration of any new stock of this corporation of the same class and/or series as that which is already issued shall have the right to purchase a pro-rata share thereof at the price at which it is offered to others.

#### ARTICLE VI

##### Principal Office and Registered Agent

The street address of the initial Principal office of this corporation is:

953 N. 14<sup>th</sup> Street  
Leesburg, FL 34748

The corporation has designated as its Registered Agent to accept service of process:

Paul J. Nikolai

##### Incorporator

The name and address of the Incorporator of this corporation is:

Paul J. Nikolai  
953 N. 14<sup>th</sup> Street  
Leesburg, FL 34748

## ARTICLE VIII

### Director

This corporation shall have ONE (1) Directors initially. The number of Directors may be increased or diminished from time to time by By-Laws and/or corporate resolution adopted and executed by the Shareholders, but shall never be less than ONE (1). The name and address of the initial Director of this corporation is:

Paul J. Nikolai  
953 N. 14<sup>th</sup> Street  
Leesburg, FL 34748

## ARTICLE IX

### By-Laws

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and the Shareholders.

## ARTICLE X

### Amendment

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

\*\*\*\*\*

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation,  
this 1<sup>st</sup> day of September 2002.

Paul Nikolai

Paul J. Nikolai

ACKNOWLEDGMENT

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above,  
personally appeared

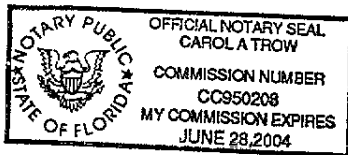
Paul J. Nikolai

known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixes my official seal in the state and county  
aforesaid, this 1<sup>st</sup> day of September, 2002.

Carol A. Trow

Notary Public  
State of Florida at Large  
My commission expires:



## CERTIFICATE OF APPOINTMENT OF STATUTORY AGENT

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

First -- That Nikolai Pizza, Inc., desiring to organize under the laws of the State of Florida with its Registered Office as indicated in the Articles of Incorporation at the City of Leesburg, County of Lake and state of Florida as its Registered Agent to accept service of process within the state.

### Acknowledgment

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

Paul J. Nikolai

Paul J. Nikolai  
953 N. 14<sup>th</sup> Street  
Leesburg, FL 34748

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