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(Requestor's Name)

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(City/State/Zip/Phone #)

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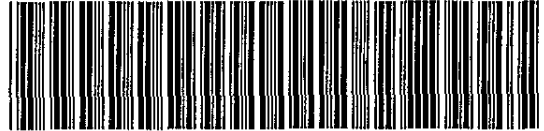
(Business Entity Name)

(Document Number)

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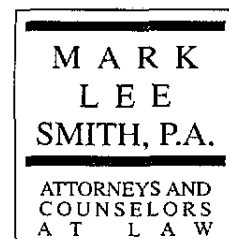
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

12/15

*** MARK LEE SMITH**

* ALSO ADMITTED TO PRACTICE IN ILLINOIS



November 6, 2002

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

SUBJECT: The Original Pepperoni Bread Company

Enclosed are an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation. Also enclosed, please find a self-addressed, self-stamped envelope for your convenience.

Also enclosed please find our firm's check (09605) for the following services:

Filing Fee	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75
Total of Services	\$87.50

Very truly yours,

/S/ MARK LEE SMITH

MARK LEE SMITH, ESQ.
For Mark Lee Smith, P.A.

MLS/jf
Enclosures: As stated.

224 E. GARDEN STREET
SUITE THREE
PENSACOLA, FLORIDA 32501

TELEPHONE (850) 469-1677
FACSIMILE (850) 434-8417

**ARTICLES OF INCORPORATION
OF
THE ORIGINAL PEPPERONI BREAD COMPANY**

ARTICLE I. CORPORATE NAME

The name of this corporation is The Original Pepperoni Bread Company.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 224 E. Garden Street, Ste. 3, Pensacola, FL 32501.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 1,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. Each share issued shall have a par value of one cent (\$0.01).

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are Mark Lee Smith, c/o Mark Lee Smith, P.A., 224 E. Garden St., Ste 3, Pensacola, Florida 32501.

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ARTICLE V. INCORPORATORS

The name and street address of the incorporator of these articles of incorporation is:

Name	Address
Mark Lee Smith	224 E. Garden Street, Ste. 3 Pensacola, FL 32501

ARTICLE VI. POWERS

The corporation has all powers permitted under Florida Statutes 607.0302.

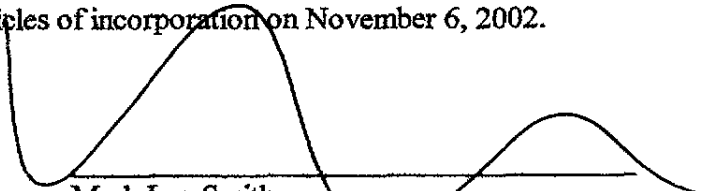
ARTICLE VII. PURPOSE

The purpose of this Corporation is to have broad powers as a retail establishment, which includes the sale of baked goods, wares, and other business activities as may be permitted by Florida law. This Corporation will transact business in Florida and beyond.

ARTICLE VIII. SHAREHOLDER'S AGREEMENT

There may be a shareholders' agreement that may restrict the sale of the stock. If there is any interested person concerning said shareholders' agreement, he should contact the Secretary of this Corporation.

The undersigned has executed these articles of incorporation on November 6, 2002.



Mark Lee Smith
Incorporator