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To:

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Fax Number : (850) 205-0381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : 120000000257
Phone : (850) 224-8870
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FLORIDA PROFIT CORPORATION OR P.A.

PAPA LUIGI'S RESTAURANT & PIZZERIA, INC.



Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

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PAPA LUIGI'S RESTAURANT & PIZZERIA, INC.

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

ARTICLE I: NAME

The name of the corporation is **PAPA LUIGI'S RESTAURANT & PIZZERIA, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is **9908 Southern Boulevard, West Palm Beach, FL 33411.**

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is five-hundred (500) shares having a par (\$1.00) value of per share.

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ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Luigi Tursi, 101 Mallard Ct., Royal Palm Beach, FL 33411.

ARTICLE V: INCORPORATOR

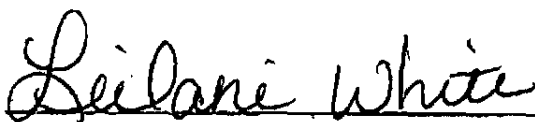
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is P/T/D Luigi Tursi, 101 Mallard Ct., Royal Palm Beach, FL 33411. S/ Domenick Tursi, 103 Mallard Ct., Royal Palm Beach, FL 33411.

The undersigned has executed these Articles of Incorporation this 26th day of November 2002.

"Capital Connection, Inc. by Leilani White, Client Representative"



Leilani White

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: PAPA LUIGI'S RESTAURANT
& PIZZERIA, INC.

2. The name and street address of the registered agent and office is: _____

LUIGI TURSI

101 MALLARD CT.

ROYAL PALM BEACH, FL 33411

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Luigi Tursi

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