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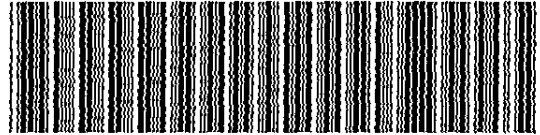
(Business Entity Name)

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BC&D Brown Clark Christopher & DeMay

A Professional Association

Daryl J. Brown†
William G. Christopher*
Donald D. Clark
Daniel J. DeMay**
Susan L. Fara
Andrew Froman
Jennifer G. Maglio
Michael L. Morgan
Tonya Willis Pitts

ATTORNEYS & COUNSELORS AT LAW
Sarasota City Center, Suite 1100
1819 Main Street
Sarasota, Florida 34236-5999

PHONE: (941) 957-3800
FAX: (941) 957-3888

Additional Jurisdiction:
William G. Christopher - D.C., TX
Jennifer G. Maglio - FL

†*Certified Circuit Court Mediator*
**NBTA Certified Civil Trial Specialist*
**Board Certified Business Litigation Attorney*
***Board Certified Workers' Compensation Attorney*

August 4, 2003

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

Re: PAPA LEONE'S, INC.

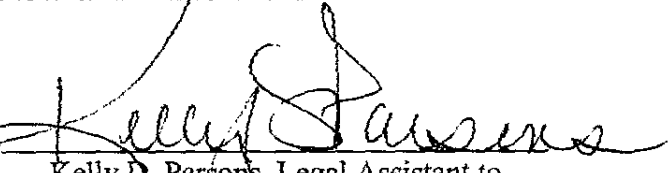
Dear Sir or Madam:

Enclosed herein for filing with the Division for Corporations are the original Articles of correction of the Articles of Incorporation of PAPA LEONE'S, INC. Also enclosed is our firm check representing the filing fees for the above corporation.

If you have any questions, please do not hesitate to contact our office.

Sincerely,

BROWN CLARK CHRISTOPHER & DeMAY
A Professional Association

By: 
Kelly D. Parsons, Legal Assistant to
William G. Christopher, Esquire

:kdp
Enclosures
cc: Dionisios Makrodimitras

ARTICLES OF INCORPORATION
OF

PAPA LEONE'S, INC.

ARTICLE I—NAME

The name of this corporation is PAPA LEONE'S, INC..

ARTICLE II—DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III—PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business and/or carrying out its business of media production services.

ARTICLE IV—CAPITAL STOCK

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

ARTICLE V—PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI—INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1819 Main Street, Suite 1100, Sarasota, Florida, 34236, and the name of the initial registered agent of this corporation at that address is WILLIAM G. CHRISTOPHER.

ARTICLE VII—INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name(s) and address(es) of the initial Board of Directors of the corporation is:

Dionisios Makrodimitras
103 Braemar Avenue
Venice, FL 34293
Stefka Kantcheven
103 Braemar Avenue
Venice, FL 34293

President, Vice-President

Secretary-Treasurer

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ARTICLE VIII--INCORPORATORS

The name and address of the Incorporator signing these articles is: WILLIAM G. CHRISTOPHER, ESQUIRE, 1819 Main Street, Suite 1100, Sarasota, FL 34236

ARTICLE IX--INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X--AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 4th day of August, 2003.

PAPA LEONE'S, INC.

By

W. G. Christopher
WILLIAM G. CHRISTOPHER, Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared WILLIAM G. CHRISTOPHER, as Incorporator for PAPA LEONE'S, INC., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he/she acknowledged before me that she executed those Articles of Incorporation.

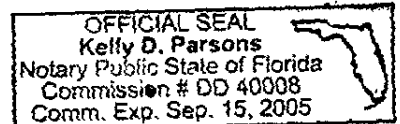
IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 4th day of August, 2003.

Kelly D. Parsons
KELLY D. PARSONS

NOTARY PUBLIC, State of Florida at Large

My commission expires: 9-15-05.

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**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA. AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that PAPA LEONE'S, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 103 Braemar Avenue, Venice, FL 34293, has named **WILLIAM G. CHRISTOPHER, ESQUIRE**, located at BROWN CLARK CHRISTOPHER & DeMAY, P.A., 1819 MAIN STREET, SUITE 1100 SARASOTA, FLORIDA, 34236, as its agent to accept service of process within Florida.

Dated: August 4th, 2003.



WILLIAM G. CHRISTOPHER,
Incorporator

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

By 

WILLIAM G. CHRISTOPHER, ESQUIRE
Registered Agent

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