

**Electronic Articles of Incorporation
For**

P04000110297
FILED
July 27, 2004
Sec. Of State
ysquire

LUIGI'S BY REGIS PIZZA INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

LUIGI'S BY REGIS PIZZA INC

Article II

The principal place of business address:

8970 103RD STREET
SUITE 12
JACKSONVILLE, FL. 32210

The mailing address of the corporation is:

8970 103RD STREET
SUITE 12
JACKSONVILLE, FL. 32210

Article III

The purpose for which this corporation is organized is:

NEW BUSINESS

Article IV

The number of shares the corporation is authorized to issue is:

500

Article V

The name and Florida street address of the registered agent is:

REGIS O'DONNELL
8970 103RD STREET
JACKSONVILLE, FL. 32210

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: REGIS O'DONNELL

Article VI

The name and address of the incorporator is:

TERENCE N THURSON
8716 LEM TURNER ROAD
JACKSONVILLE FL 32208

Incorporator Signature: TERENCE N THURSON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
REGIS O'DONNELL
8716 LEM TURNER ROAD
JACKSONVILLE, FL. 32208

Title: VP
RICHARD KIRK
8970 103RD STREET SUITE 12
JACKSONVILLE, FL. 32210

Article VIII

The effective date for this corporation shall be:

07/27/2004