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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0361

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

PIZZA X METER INC.

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T. Burch OCT 18 2005

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be;

PIZZA X METER INC.

The principal place of business of this Corporation shall be:

**6987 COLLINS AVE.
MIAMI BEACH, FLORIDA 33141**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the state of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: FIVE HUNDRED (500) SHARES OF ONE DOLLAR (\$1.00) PER VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES".

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

**ARON WOLFSON -President
6987 COLLINS AVE.
MIAMI BEACH, FLORIDA 33141**

**RAQUEL WOLFSON-Vice-President -TREASURY
6987 COLLINS AVE.
MIAMI BEACH, FLORIDA 33141**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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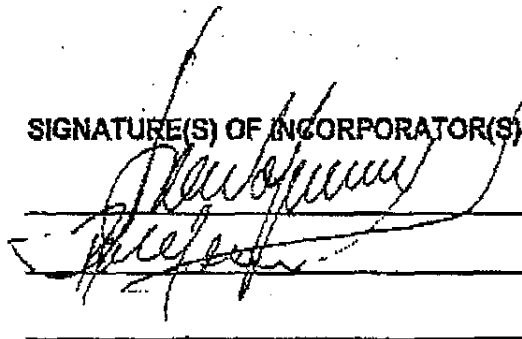
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is (are):

**ARON WOLFSON- President
6987 COLLINS AVE.
MIAMI BEACH, FL 33141**

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this, 10 day of OCTOBER 2005

SIGNATURE(S) OF INCORPORATOR(S)

A handwritten signature, likely of Aron Wolfson, is written over three horizontal lines. The signature is in cursive and appears to read 'Aron Wolfson'.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.325, Florida statutes, the undersigned 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:

PIZZA X METER INC.

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

ARON WOLFSON -President

6987 COLLINS AVE.

MIAMI BEACH, FL 33141

SIGNATURE

TITLE

DATE

President

10-10-05

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

10-10-05