

P06000122977

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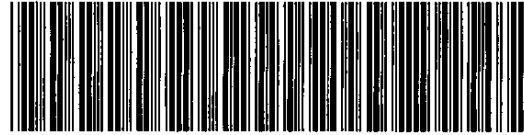
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W06-35567



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 11, 2006

JOSEPH G. COLOMBO
2351 W. EAU GALLIE BLVD.
SUITE 1
MELBOURNE, FL 32935

SUBJECT: D & K ENTERPRISES, INC.
Ref. Number: W06000035567

We have received your document for D & K ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown
Document Specialist
New Filing Section

Letter Number: 506A00050032

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DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

MOMMERS & COLOMBO
ATTORNEYS AT LAW

2351 W. Eau Gallie Blvd., Suite 1
Melbourne, FL 32935

Telephone: (321) 751-1000

Facsimile: (321) 752-0027

Website: www.mommerscolombo.com



Pierre A.L. Mommers, P.A.*
Joseph G. Colombo, P.A.

Sherill Melito, CLA

*Also admitted in New York

September 19, 2006

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

Re: K & D PIZZA COMPANY

Dear Sir or Madam:

Enclosed please find the following documents regarding the above-referenced matter:

1. Copy of your August 11, 2006 letter;
2. Original and one (1) conformed copy of the Articles of Incorporation of K & D PIZZA COMPANY; and
3. Self-addressed stamped envelope.

As you can see, the original anticipated name for this corporation was D & K ENTERPRISES, INC., I am hopeful that the name K & D PIZZA COMPANY will be distinguishable from the name of the existing entity that you refer to in your August 11, 2006 letter. If so, please register the above-named corporation with the appropriate department, please then file the original of the enclosed Articles of Incorporation with that department. Please return one date-stamped copy of these Articles of Incorporation to me in the enclosed envelope.

If you have any questions or require additional information, please do not hesitate to contact me. Thank you for your attention to the foregoing.

Sincerely,


Joseph G. Colombo

JGC/sm
encls.

**ARTICLES OF INCORPORATION
OF
K & D PIZZA COMPANY**

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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 shall be K & D PIZZA COMPANY. (hereinafter referred to as “the corporation.”).

ARTICLE II – Principal Office

The principal place of business and mailing address of the corporation shall be 1150 Malabar Road, SE, Suite 117, Palm Bay, Florida 32907.

ARTICLE III - Purpose

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV – Term of Existence

The term of existence of this corporation shall be perpetual.

ARTICLE V – Shares of Stock

The number of shares that the corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having a par value of one dollar (\$1.00). The consideration to be paid for each share of stock shall be determined by the Board of Directors.

ARTICLE VI – Board of Directors

The initial Board of Directors shall be appointed by the incorporator. Any changes concerning the number of directors making up the Board of Directors and the qualification of individuals, corporations, and other entities to be directors shall be provided for in the Bylaws, as amended.

ARTICLE VII - Officers

The general officers of the corporation may be the President, Vice-President, Secretary, and Treasurer. The principal duties of each officer shall be prescribed in the Bylaws of the corporation, as amended. Any changes concerning the qualifications of the persons entitled to be officers, and the manner in which officers shall be elected or appointed, shall be provided for in the Bylaws, as amended. The initial officers of the corporation shall be:

Director: Jerome Kolpack
463 Archer Road, SE
Palm Bay, Florida 32909

ARTICLE VIII - Indemnification

The corporation shall indemnify and hold harmless from liability any incorporator, director, and/or officer of the corporation, to the full extent permitted by law.

ARTICLE IX - Initial Registered Agent

The name and address of the initial registered agent in Florida for the corporation is:

Joseph G. Colombo, Esquire
2351 W. Eau Gallie Blvd., Suite 1
Melbourne, Florida 32935

ARTICLE X - Incorporator

The name and address of the incorporator to these Articles of Incorporation is:


Jerome Kolpack
463 Archer Road, SE
Palm Bay, Florida 32909

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the holders of outstanding shares of stock, if any, and approved at a shareholders meeting by a majority of the shareholders entitled to vote thereon, unless all of the Directors and all of the shareholders, if any, sign a written statement manifesting their intent that a particular amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Melbourne, Brevard County, Florida, on 9/19, 2006.

Jerome Kolpack

 **JOSEPH G. COLOMBO**
MY COMMISSION # DD 580469
EXPIRES: August 15, 2010
Bonded Thru Notary Public Underwriters

My Commission expires:

Joseph G. Colombo, Esquire
REGISTERED AGENT

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