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ACCOUNT NO. : I2000000195 REFERENCE: 684215 AUTHORIZATION : COST LIMIT : ORDER DATE: February 23, 2011 ORDER TIME : 9:13 AM ORDER NO. : 684215-005 CUSTOMER NO: 7208815 DOMESTIC FILING NAME: TATE PIZZA COMPANY, INC. EFFECTIVE DATE: XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XXX CERTIFIED COPY PLAIN STAMPED COPY _____ CERTIFICATE OF GOOD STANDING CONTACT PERSON: Harry B. Davis - EXT. 2926 EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF

TATE PIZZA COMPANY, INC.

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I Name

The name of this corporation shall be:

Tate Pizza Company, Inc.

The principal office and mailing address of this corporation shall be 212 S. Magnolia Avenue, Tampa, FL 33606, or such other address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II Existence of Corporation

This corporation shall begin existence on February 21, 2011, and shall have perpetual existence.

ARTICLE III Purposes

This corporation may engage in the transaction of any and all lawful business for which corporations are formed under the laws of the State of Florida.

ARTICLE IV General Powers

The corporation shall have power:

- (a) To own, conduct and otherwise operate businesses within the State of Florida, and such other location(s) as the Corporation shall lawfully be permitted to do so.
 - (b) To sue and be sued, complain, and defend in its corporate name.

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- (c) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located.
- (d) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property.
- (e) To lend money to, and use its credit to assist, its officers and employees in accordance with applicable Florida Statutes.
- (f) To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity.
- (g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations, and to secure any of its obligations by mortgage or pledge of any of its property and income, and make contracts of guaranty and surety ship which are necessary or convenient to the conduct, promotion, or attainment of the business of the corporation.
- (h) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment.
- (i) To elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their compensation, and lend them money and credit.
- (j) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State of Florida, for managing the business and regulating the affairs of this corporation.
- (k) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation.
- (l) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of the current or former directors, officers, employees, and agent of its subsidiaries.
- (m) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his or her death shares of its stock owned by the shareholder or the heirs of such shareholder.

(n) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

ARTICLE V Capital Stock

- (a) The total number of shares of capital stock authorized to be issued by the corporation (the "Shares") shall be 10,000 shares of common capital stock having a par value of \$1.00 per share. Each of the said Shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of the shares may be paid for in cash, in property, or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.
- (b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE VI Registered Office and Registered Agent

The street address of the corporation's initial registered office is 212 S. Magnolia Avenue, Tampa, Florida 33606 and the name of the corporation's initial registered agent at such address is Mark T. Tate. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

ARTICLE VII Initial Board of Directors

The number of directors constituting the initial Board of Directors shall consist of one (1) member and the name and address of such person who is to serve as a member thereof is as follows:

Name Address

Mark T. Tate, Jr. 212 S. Magnolia Avenue Tampa, FL 33606

ARTICLE VIII Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE IX Incorporator

The name and address of the incorporator of this corporation is as follows:

<u>Name</u>

Address

Mark T. Tate, Jr.

212 S. Magnolia Avenue Tampa, Florida 33606

IN WITNESS WHEREOF, the undersigned, has executed these Articles for the uses and purposes therein stated.

Mark T. Tate, Jr., Incorporator

Susan C. Moore Commission #DD776562 Expires: APR. 13, 2012

ED THRU ATLANTIC BONDING CO., INC.

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this day of February, 2011, by MARK T. TATE, JR., as Incorporator, who is personally known to me or who has produced N/A as identification and who did not take an oath.

Print Name

Notary Public

My Commission Expires:

CERTIFICATE OF ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in its Articles of Incorporation, I hereby agree to act in such capacity, and I am familiar with and accept, the obligations provided for in Section 607.0501(3), Florida Statutes.

with and accept, the obligations provided i	of ill Section of	07.0501(5), Florida Statutes.			
	Signature:	Mark T. Tate, Jr.		_	
		Registered Agent		201	
	Date:	February 21, 2011		1 FEB	~
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STATE OF FLORIDA				-0	
COUNTY OF HILLSBOROUGH		4	SZ.	:+ W9	٠.
The foregoing instrument was acknowledged	owledged befor	re me this 2/ day of Februar	y, 2011, b	y _	
MARK T. TATE, JR., as Registered Age					
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Notary Public

My Commission Expires: Susan C. Moore

Commission # DD776562
Expires: APR. 13, 2012

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