

P95000009159

MEYER & ERSKINE
ATTORNEYS AT LAW
BIG PINE KEY SHOPPING CENTER
ROUTE 8 BOX 8
BIG PINE KEY, FLORIDA 33043

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September 6, 1994

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

8000001894303
-01/31/95--01101--012
***\$122.50 ***\$127.50

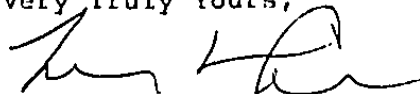
Re: PIZZAWORKS, INC.

Dear Secretary:

Enclosed you will find the Articles of Incorporation on the above referenced corporation along with our check for \$122.50 for recording same.

I thank you.

Very Truly Yours,



Larry R. Erskine

LRE/jt
Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 JUN 31 AM 8:28

SDE

ARTICLES OF INCORPORATION
OF
PIZZAWORKS, INC.

FILED
SECRETARY OF STATE
JAN 31 4 18:28

The undersigned subscriber to the Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

The name of the corporation is:

PIZZAWORKS, INC.

II. TERM OF EXISTENCE

The Corporation shall exist in perpetuity. The date and time of the commencement of the corporate existence shall be the time of the filing of the Articles of Incorporation by the Department of State.

III. NATURE OF BUSINESS

The general nature of the business is to be conducted by this corporation is limited to:

THIS CORPORATION IS ORGANIZED FOR THE PURPOSES OF CONDUCTING ANY AND ALL LAWFUL BUSINESS ENTERPRISES PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA INCLUDING BUT NOT LIMITED TO A RESTAURANT, OR ANY OTHER LAWFUL BUSINESS ACTIVITY.

IV. INITIAL REGISTERED AGENT and ADDRESS

The initial registered agent of the Corporation and his address is :

LARRY R. ERSKINE
RT. 5, BOX 8
BIG PINE KEY, FL 33043

V. PRINCIPAL ADDRESS OF CORPORATION

The PRINCIPAL ADDRESS OF THE CORPORATION is:

24540 OVERSEAS HIGHWAY, SUMMERLAND KEY, FL 33042

VI. DIRECTORS

This corporation, shall be exercised by a board of 1 director. The number of directors may be increased from time to time by bylaws adopted by the stockholders.

VII. INITIAL DIRECTORS AND OFFICERS

The name and address of the initial director(s) and officers are as follows:

JENNIFER BARNHART
24540 OVERSEAS HIGHWAY
SUMMERLAND KEY, FL 3304

IX. INCORPORATOR

The incorporator is: JENNIFER BARNHART

X. AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

XI. CAPITAL STOCK

The Maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having 1.00 par value per share.


JENNIFER BARNHART

STATE OF FLORIDA

COUNTY OF MONROE

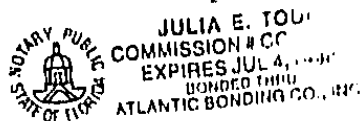
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, JENNIFER BARNHART, to me known to be the individual described in and who executed the foregoing and acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I hereunto set my hand and official seal at Rt. 5, Box 8, Big Pine Key, said County and State, this 27th day of January, 1995. *Personally Known.*

(Seal)

Julia E. Todd
Notary Public, State of Florida
Julia E. Todd

My Commission Expires:



CERTIFICATE DESIGNATING PLACE
OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuant of Chapter 48.089, Florida Statutes, the following is submitted in compliance with said act:

FIRST - That PIZZAWORKS, desiring to organize under the laws of the State of Florida, with its principal corporate office at 24540 Overseas Highway, Summerland Key, FL 33042 and the office of the Registered Agent, as indicated in the Articles of Incorporation, at RT. 5, BOX 8, BIG PINE KEY, FL 33043, named LARRY R. ERSKINE, as its agent to accept service of process from the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in the Certificate, I, the undersigned, hereby accept the said appointment, with the provision of the said act, as to keeping open said office.

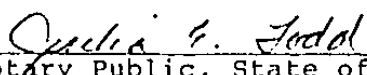

LARRY R. ERSKINE

STATE OF FLORIDA
COUNTY OF MONROE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, LARRY R. ERSKINE, to me known to be the individual described in and who executed the foregoing and acknowledged before me that he, executed the same freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I hereunto set my hand and official seal in the county of Monroe, State of Florida, 27th day of January 1994. ~~He~~ is personally known or has produced the following form of picture identification: _____.

(Seal)


Notary Public, State of Florida

My Commission Expires:



JULIA E. TODD
COMMISSION # CC377319
EXPIRES JUL 4, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
SECRETARY OF STATE
95 JAN 31 AM 8:28