LAW OFFICES

WILLIAM M. ATKINSON, JR., P. A.

502 HARMON AVENUE PANAMA CITY, FLORIDA 32401

(904) 263-5368 (904) 763-5369

\$ 0000000 1 4 2/8/6/05 03/14/05 --01052 --006 ****122.50 The Capitol Tallahassee, Florida 32304

ATTN: Corporate Division

RE: Marco's Gulf Pizza Delivery, Inc.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named corporation. please find my check in the amount of \$122.50. This will cover the Also enclosed following charges: Filing Fee, \$35.00; Registered Agent Designation, \$35; and certified copy of Articles, \$52.50.

Sincerely yours,

William M. achemon, 9. 30

William M. Atkinson, Jr.

WMA/sh

Enclosures

ARTICLES OF INCORPORATION

OF

MARCO'S GULF PIZZA DELIVERY, INC.



The undersigned subscriber or subscribers to these Articles of Incorporation hereby subscribe(s) to and form(s) a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is MARCO'S GULF PIZZA DELIVERY,

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - DURATION

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, each share having the par value of \$1.00.

ARTICLE V - PRINCIPAL OFFICE AND INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 5724 Thomas Drive, Panama City Beach, Florida 32407 and the street address of the initial registered office of this corporation is 5724 Thomas Drive, Panama City Beach, Florida 32407 and the name of the initial registered agent of this corporation at that address is Mark Sheikh.

ARTICLE VI - BOARD OF DIRECTOR(S)

This corporation shall have one (1) director(s) initially. The number of director(s) may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director(s) of this corporation is:

<u>NAME</u>

<u>ADDRESS</u>

Mark Sheikh

5724 Thomas Drive Panama City Beach, FL 32407

ARTICLE VII - INCORPORATOR(S)

The name and address of the person(s) signing these Articles is:

NAME

day of March, 1995.

ADDRESS

Mark Sheikh

5724 Thomas Drive Panama City Beach, FL 32407 IN WITNESS WHEREOF, I have hereunto set my hand(s) and seal(s), acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 946

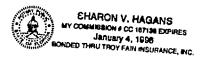
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STATE OF FLORIDA COUNTY OF BAY

BEFORE ME personally appeared MARK SHEIKH, who is personally identification and executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last named above this _____ day of March, 1995.

NOTARY PUBLIC: V. Thisgas Print: Shavan V. HAKARS State of Florida at Large (Seal) 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 pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That MARCO'S GULF PIZZA DELIVERY, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Panama City Beach, County of Bay, State of Florida has named Mark Sheikh located at 5724 Thomas Drive, Panama City Beach, Florida 32407 as its agent to accept service of process within this state, and designated 5724 Thomas Drive, Panama City Beach, Florida 32407 as its place of business.

President/secretary

President/secretary

ACKNOWLEDGMENT:

Having been named to accept service of process for the abovestated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.