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ARTICLES OF INCORPORATION OF

BRANDON PIZZA GROUP, INC.

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SECRETARY OF STAN

The undersigned, for the purpose of forming a corporation under the Florida Busiless Corporation Act, hereby certifies and adopts the following Articles of Incorporation:

ARTICLE I.

NAME

The name of this Corporation shall be "BRANDON PIZZA GROUP, INC."

ARTICLE II.

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 6326 Maclaurin Drive, Tampa, Florida 33647.

ARTICLE III.

SHARES

The aggregate number of shares of stock which this Corporation is authorized to have outstanding at any one time is fifty thousand (50,000) shares with One Dollar (\$1.00) par value per share.

ARTICLE IV.

REGISTERED AGENT

The initial registered agent of this Corporation and the street address of the registered office of this Corporation are as follows:

Registered Agent

Registered Office Address

Daniel J. Dorsch

6326 Maclaurin Drive Tampa, Florida 33647

ARTICLE V.

PREEMPTIVE RIGHTS

Shareholders of this Corporation shall not have preemptive rights to acquire additional shares offered for sale by this Corporation.

ARTICLE VI.

CUMULATIVE VOTING

Shareholders of this Corporation shall have cumulative voting rights.

ARTICLE VII.

DIRECTORS

The name and address of the initial director of this Corporation is as follows:

Name

Address

Daniel J. Dorsch

6326 Maclaurin Drive Tampa, Florida 33647

ARTICLE VIII.

INDEMNIFICATION

The Corporation shall have the right to enter into such agreements and arrangements with its directors, officers, employees or agents to provide for their indemnification while acting for and on behalf of the Corporation, pursuant to Section 607,0850 of the Florida Business Corporation Act.

ARTICLE IX.

INCORPORATOR

The name and address of the incorporator is Daniel J. Dorsch, 6326 Maclaurin Drive, Tampa, Florida 33647.

IN WITNESS WHEREOF, the incorporator hereinabove named has executed these Articles of Incorporation this 11th day of MAY, 1995.

DANIEL J. DORSOH, Incorporator

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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 is: BRANDON PIZZA GROUP, INC.
- 2. The name and address of the registered agent and office is:

Daniel J. Dorsch 6326 Maclaurin Drive Tampa, Florida 33647

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DANIEL J. DORSCH, Registered Agent

<u>5/11/95</u>

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