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TO: DIVISION OF CORPORATIONS
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CORPORATE RELATIONS MIAMI
4437 SHERIDAN AVE

MIAMI BEACH FL 33140-0000
CONTACT: JOSEPH WATA
PHONE: (305) 538-9091
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(((H95000006850))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: H & M PIZZA INC.

FAX AUDIT NUMBER: H95000006850

DATE REQUESTED: 06/20/1995

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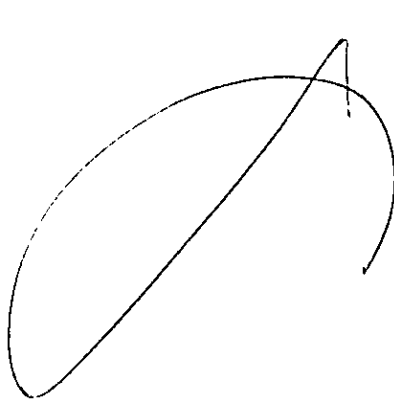
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TALLAHASSEE, FLORIDA

 6/20

1995 JUN 20

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Articles of Incorporation
of
H & M Pizza Inc.

Article I. Name

The name of this Florida corporation is H & M Pizza Inc.

Article II. Address

The mailing address of the Corporation is:

H & M Pizza Inc.
13 Simontone Circle
Ft. Lauderdale, FL 33326

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 672-0686

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Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Hector De Jesus
Mildred Rodriguez

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140


Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of June 20, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on June 20, 1995.

Corporate Creations International Inc.

By:


Joseph F. Mata, Secretary

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(302) 672-0886

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**


CORPORATION:
H & M Pizza Inc.

REGISTERED AGENT:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

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TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc.


Johnny C. Rodriguez, Vice President
By: Joseph P. Mata, as Attorney in Fact

Date: June 20, 1995

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 872-0886

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