TODD A. STERZOY
Holland and Knight

(Requestor's Name)
315 South Calhoun Street Suite 600

Tallahassee, Florida 32302

(City, State, Zip) (Phote #)

OFFICE USE ONLY - 17/105/25- - 11050--025
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CORPORATION NAM	IE(s) & DOCUMENT NUM	(BER(S) (if known):
1. Jon: 1/2	ZA Inc	
(Corporat	ion Name)	(Document #)
2.		
(Corporati	on Name)	(Document #)
3.		
(Corporati	on Name)	(Document #)
4	on Name)	
		(Document #)
XX Walk in XX Pi	ck up time 4.	Certified Copy
Mail out W	/ill wait Photocopy	Certificate of Status
NEW FILINGS	AMENDMENTS	
Profit	Amendment	
NonProfit	Resignation of R.A., Officer	/Director
Limited Liability	Change of Registered Agen	t
Domestication	Dissolution/Withdrawal	
Other	Merger	
		<del></del>
OTHER FILINGS	REGISTRATION/	
Annual Report	QUALIFICATION	
Fictitious Name	Foreign	
Name Reservation	Limited Partnership	
	Reinstatement	2. BIXAVAN SEP - 6 1995

Examiner's Initials

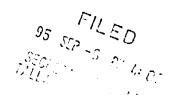
סצלו ט - BROWN SEP כללו

Reinstatement Trademark

Other

CR2E031(10/92)

# ARTICLES OF INCORPORATION OF JONI PIZZA, INC.



The undersigned, acting as incorporator of Joni Pizza, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

### ARTICLE I. NAME

The name of the corporation is:

Joni Pizza, Inc.

## ARTICLE II. ADDRESS

The initial mailing address of the corporation is:

c/o Holland & Knight 315 South Calhoun Street Suite 600 Tallahassee, Florida 32301

## ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

#### ARTICLE IV. PURPOSE

The corporation is organized to engage in the business of operating a restaurant under franchise or other arrangement from CiCi's Pizza, Inc.

# ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share. There shall be no issuance, transfer or sale of stock without the express written approval of CiCi's Pizza, Inc.

# ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is Corporation Service Company 1201 Hays Street, Tallahassee, Florida 32301.

# ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial directors are:

Name	Address
Joseph Spates	2910 Jacaranda Drive Harlingen, TX. 78550
Elizabeth K. Spates	2910 Jacaranda Drive Harlingen, TX. 78550
Bertha Karabic	2910 Jacaranda Drive Harlingen, TX. 78550
Nicholas Karabic	2910 Jacaranda Drive Harlingen, TX. 78550

### ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	Address
R. Bruce McKibben, Jr.	Holland & Knight Barnett Bank Building 315 South Calhoun Street Suite 600
	Tallahassee, Florida 32301

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons

designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

## ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

## ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 6th day of September, 1995.

R. Bruce McKibben, Jr.

TAL-69227

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Joni Pizza, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1201 Hays Street, Tallahassee, FL 32301, State of Florida, has named

Corporation Service Company as its agent to accept service of process within this state.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Corporation Service Company

Laura R. Dunlap, as its agent

TAL-42313

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