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Keith Poole, P.C.
1432 Heritage Glen Drive
Marietta, GA 30068
(770) 971-0109

April 9, 1996

Secretary of State
State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Dear Secretary of State:

I am requesting that you incorporate Tiger Pizza, Inc. Enclosed please find the following materials:

1. An original and two copies of the Articles of Incorporation;
2. A check in the amount of One hundred twenty two dollars and fifty cents; and
3. The original signed Certificate Designating Registered Agent/Registered Office.

If there are any questions regarding this matter, please call or write me. Thank you for your assistance on this matter.

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Very truly yours,


Keith Poole

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED APR 19 1996

ARTICLES OF INCORPORATION
OF
TIGER PIZZA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming and organizing a corporation pursuant to the provisions of the Florida General Corporation Act does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be known as TIGER PIZZA, INC. The principal place of business of the corporation shall be at 8756 Rolling Brook Lane, Jacksonville, FL 32256.

ARTICLE II

This Corporation is organized pursuant to the provisions of the Florida General Corporation Act.

ARTICLE III

The Corporation shall have perpetual duration.

ARTICLE IV

The corporation is a corporation for profit and pecuniary gain and is organized for the general purpose of owning and operating restaurant franchises and for engaging in any lawful purpose not specifically prohibited under the Florida General Corporation Act. The corporation is organized to do any and all acts necessary, convenient, expedient, ancillary or in aid to the accomplishment of its purposes and shall in addition be authorized without limitation to operate in any legal business authorized by law for the purpose of making a profit or pecuniary gain.

ARTICLE V

The corporation shall have authority, acting by its Board of Directors, to issue not more than 10,000 shares of Series A common stock, all of which shall be shares without par value and not more than 10,000 shares of Series B common stock, all of which shall be shares without par value.

ARTICLE VI

The initial Board of Directors shall consist of one member:

Stuart Blackwell
8756 Rolling Brook Lane
Jacksonville, FL 32256

ARTICLE VII

The name and address of the incorporator is Keith Poole, 1432 Heritage Glen Drive, Marietta, GA 30068.

ARTICLE VIII

The corporation shall be authorized to select to use the provisions of Section 1362 of the Internal Revenue Code and to exercise any other further options, including but not limited to Section 1244, as deemed advisable or available under the rules and regulation of the Internal Revenue Service.

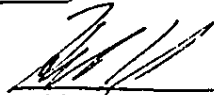
ARTICLE IX

The registered agent shall be Stuart Blackwell. The address of the registered agent is 8756 Rolling Brook Lane, Jacksonville, FL 32256 (Duval County). The office of the registered agent is 8756 Rolling Brook Lane, Jacksonville, Florida 32256.

ARTICLE X

The holder of shares shall be entitled as a matter of right to acquire proportional amounts of unissued or treasury shares, if any, of the corporation, or any security convertible into or carrying a right to subscribe for or acquire any such share, in accordance with the terms and conditions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned incorporator has executed the Articles of Incorporation this 21 day of APRIL, 1996.


Keith Poole
Attorney at Law
1432 Heritage Glen Drive
Marietta, GA 30068
(770) 971-0109

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

1. The name of the Corporation is TIGER PIZZA, INC.
2. The name and address of the registered agent and office is Stuart Blackwell, 8756 Rolling Brook Lane, Jacksonville, Florida 32256.

SIGNATURE

St. Blackwell

Stuart Blackwell
PRESIDENT

DATE

4/9/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL THE STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

St. Blackwell

Stuart Blackwell

DATE

4/9/96

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA