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CORPORATION

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FLORIDA DIVISION OF CORPORATIONS

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: HELLER & BARNETT CORPORATE SERVICES

DEPARTMENT OF STATE 1214 N UNIVERSITY DR

STATE OF FLORIDA PLANTATION FL 33322-

409 EAST GAINES STREET CONTACT: BRIAN K BARNETT

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((H96000006007))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

OR P.A.

NAME: ANNA'S PIZZA-N-PASTA, INC.

FAX AUDIT NUMBER: H96000006007 CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/29/1996 TIME REQUESTED: 12:43:13

CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0

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((H96000006007)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

For. Must Sign
6/19

EFFECTIVE DATE
4-29-96

[Signature]
4/30

FILED
96 APR 30 PM 2:30
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

April 29, 1996

HELLER & FARNETT CORPORATE

PLANTATION, FL 33322

SUBJECT: ANNA'S PIZZA-N-PASTA, INC.
REF: W96000009152

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000006007
Letter Number: 996A00020450

H96000006007

ARTICLES OF INCORPORATION
OF
Anna's Pizza-n-Pasta, Inc.
a Florida corporation

FILED
APR 29 1996
CLERK OF COURT
JACKSONVILLE, FLORIDA

The undersigned, acting as incorporator of Anna's Pizza-n-Pasta, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Florida corporation is:

Anna's Pizza-n-Pasta, Inc.

EFFECTIVE DATE
4-29-96

ARTICLE II. ADDRESS

The corporation's mailing address is:

109 NE 2nd Avenue
Boynton Beach, Florida 33435

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective April 29th, 1996.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

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ARTICLE VI. 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.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 6801 Lake Worth Road Suite 112 Lake Worth, Florida 33467 and the name of the corporation's initial registered agent at that address is Steven H. Machiela, C.P.A., P.A..

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than One (1) director(s). 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 (1). The name(s) of the initial director(s):

Name

Anna L. Soucie

Anna's Pizza-n-Pasta, Inc.
109 NE 2nd Avenue
Boynton Beach, Florida, 33435

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Heller & Barnett Corporate Services
1214 N. University Drive
Plantation, Florida 33322

The incorporator of the corporation assigns to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to

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acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. 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 29th day of April, 1996

Heller & Barnett Corporate Services:

By _____

Brian K. Barnett

H96000006007

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

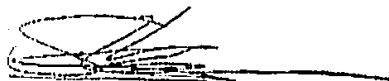
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Anna's Pizza-n-Pasta, 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 6801 Lake Worth Road Suite 112 Lake Worth, Florida 33467, has named Steven H. Machiela, C.P.A., P.A., 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.

Steven H. Machiela, C.P.A., P.A.
6801 Lake Worth Road Suite 112 Lake Worth, Florida 33467


Steven H. Machiela, C.P.A., P.A.
Date: April, 29th 1996

FILED
96 APR 30 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Heller & Barnett Corporate Services
1214 N. University Drive
Plantation, Florida 33322
(305) 475-8484

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