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June 5, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800001857528
-06/11/96--01029-010
****122.50 ****122.50

RE: STAR PIZZA BOX OF SOUTH FLORIDA, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation with respect to the above for filing, together with a check in the amount of \$122.50 to cover the cost of filing.

Please return a certified copy and corporate charter to this office. Thank you for your cooperation.

Yours very truly,

Thomas D. Wright
THOMAS D. WRIGHT MB

TDW:mtb
cc: Mr. and Mrs. Jack Robinson
Enclosure

FILED
96 JUN 10 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-11-96
KR

ARTICLES OF INCORPORATION
OF
STAR PIZZA BOX OF SOUTH FLORIDA, INC.

FILED
96 JUN 10 AM 11:59
SECRETARY OF STATE
IN ALABAMA, FLORIDA

We, the undersigned incorporators, do hereby form a corporation for profit under the General Laws of the State of Florida, and pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

ARTICLE I

The name of the corporation shall be STAR PIZZA BOX OF SOUTH FLORIDA, INC.

ARTICLE II

The location of the principal place of business shall be 5968 S.W. 44th Street, Davie, Florida, 33314. The mailing address of the corporation shall be 5968 S.W. 44th Street, Davie, Florida, 33314.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The Registered Agent for this corporation shall be Thomas D. Wright, Esquire, and the Registered Address for this corporation shall be First Professional Centre, Suite 17, 5701 Overseas Highway, Marathon, Florida 33050.

ARTICLE V

The general nature of the business to be transacted shall be the following:

1. To buy, sell, trade, manufacture, deal in and deal with goods, wares, and merchandise of every kind and nature and to carry on such business as is necessary to operate a business, to acquire all such merchandise, supplies, material, and other articles as shall be necessary or incidental to such business; to hold, acquire, mortgage, lease, and convey real and personal property in any part of the world so far as is necessary to expedient in conducting the business of the corporation; and to have any and all powers set forth as fully as natural persons, whether as principal, agents, trustees, or otherwise.

2. To generally engage in, do, and perform any enterprise, act or vocation that a natural person might or could do or perform.

3. To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation in conformity with the laws of the State of Florida.

ARTICLE VI

The capital stock shall consist of one thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE VII

The amount of capital before beginning business shall be at least Five Hundred and 00/100 (\$500.00) Dollars.

ARTICLE VIII

The Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1), nor more than three (3).

ARTICLE IX

The names and addresses of the first Board of Directors and Officers, who, subject to the provisions of the Articles of Incorporation, Bylaws, and the General Laws of the State of Florida shall hold office for the first year of the corporation's existence, or until their successors shall be duly elected and qualified, are:

Jack Robinson -- Director\President\Treasurer
5968 S.W. 44th Street, Davie, FL 33314

Marianne Robinson -- Director\Vice President\Secretary
5968 S.W. 44th Street, Davie, FL 33314

ARTICLE X

The name and address of the person or person(s) signing these articles of incorporation as an incorporator is (are):

Thomas D. Wright, Esq.

First Professional Centre, Suite 17, 5701 Overseas Highway, Marathon, Florida, 33050

ARTICLE XI

The corporation reserves the right to amend, alter, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon stockholders herein are granted subject to this reservation. Further, the corporation reserves the right to provide in the Bylaws for issuance of Stock Certificates; and, the corporation shall have the right of first refusal to purchase any stock issued by this corporation.

5 IN WITNESS WHEREOF, I have hereunto subscribed my name on this day of June, 1996.

Thomas D. Wright
Thomas D. Wright, Incorporator

STATE OF FLORIDA)
)ss. Marathon
COUNTY OF MONROE)

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgments, personally appeared **Thomas D. Wright**, who, after being by me first duly sworn and cautioned, deposed and said that he read the foregoing Articles of Incorporation, that the statements contained therein are true and correct for the purposes therein expressed, and that this is his free and voluntary act and deed.

SWORN TO AND SUBSCRIBED before me this 5th day of June, 1996.



Maria T. Beale
Printed Name: Maria T. Beale
 NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

Having been named to accept service of process for **STAR PIZZA BOX OF SOUTH FLORIDA, INC.**, at the place designated in its articles of incorporation, I agree to act in this capacity and to comply with the provisions of §607.0505 of the Florida Statutes.

Dated this 5 day of June, 1996


Thomas D. Wright, Registered Agent

FILED
96 JUN 10 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA