

P960000067745

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
96 AUG 14 PM 3:28
TALLAHASSEE, FLORIDA

AL JUL 14 1996

REQUEST TAKEN CONFIRMED APPROVED
DATE 8/14/96
TIME 1:45
BY Ben

WALK-IN
Will Pick Up _____

RE: De Rosa's Pizza &
Restaurant of Pasadena, Inc.

	O.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s) Photo		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S -		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX () pgs.		

SUBTOTALS

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

FOR

DE LOSA'S PIZZA & RESTAURANT OF PASADENA, INC.

The undersigned Incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME & PRINCIPAL CORPORATE OFFICE

The name of this corporation shall be: DE LOSA'S PIZZA & RESTAURANT
OF PASADENA, INC.

The principal place of business and
mailing address of this corporation shall be: 12801 Gulf Blvd. E.
Madeira Beach, FL 33708

ARTICLE II - CAPITAL STOCK

The number of shares of stock this corporation is
authorized to have outstanding at any one time is: 100 shares, no par value common stock

ARTICLE III - REGISTERED AGENT

The name and address of the initial registered agent is: Kenneth C. Broaderick
12801 Gulf Blvd. E.
Madeira Beach, FL 33708

ARTICLE IV - INCORPORATOR

The name of the Incorporator to these
Articles of Incorporation is: Kenneth C. Broaderick

The street address of the Incorporator
to these Articles of Incorporation is: 12801 Gulf Blvd. E.
Madeira Beach, FL 33708

ARTICLE V - DURATION

This corporation shall have perpetual existence.

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26 AUG 14 PM 3:20
CLERK
OF
COURT

ARTICLE VI - PURPOSE

The purpose of this corporation is to engage in the transaction of any and all lawful business under the laws of the United States of America and of the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

All corporate power shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors. This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by amendment of the by-laws of the corporation in a manner provided by law, but shall never be less than one.

The name and address of the initial director of this corporation is:

Kenneth C. Broaderick
12801 Gulf Blvd. E.
Maiden Beach, FL 33708

ARTICLE VIII - BY-LAWS

The by-laws of this corporation shall be made by the Board of Directors, and may be amended, altered or rescinded by the Board of Directors at any regular or special meeting.

ARTICLE IX - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13 day of August, 1996.

By: 
Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of §607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and registered office of the corporation in the State of Florida.

1. The name of the corporation is: DE LOSA'S PIZZA & RESTAURANT
OF PASADENA, INC.
2. The name and street address of the registered agent and office is:

KENNETH C. BROADERICK
12801 Gulf Blvd. E.
Madeira Beach, FL 33708

Dated: 8-13-96

By: *James L. Broadrick*
its

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated I HEREBY ACCEPT THE APPOINTMENT as registered agent AND AGREE TO ACT in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 8-13-96

James L. Broadrick

Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA