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9/10/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: NCE INDUSTRIES, INC.
CONTACT: LYNN FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744031535

FAX #: (305)358-7872

NAME: OAKWOOD PLAZA PIZZA SYSTEM, INC.

AUDIT NUMBER.....HY6000012601

DOC TYPE.....FLORIDA PROFIT CORPORATION OF P.A.

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

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ACB INDUSTRIES/PRINTING, CORP. KIT, 1011 P. 1034

ARTICLES OF INCORPORATION

H96-12601

of Oakwood Plaza Plaza Systems, Inc.
a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: Oakwood Plaza Plaza Systems, Inc.
Address of the Corporation: 100 SE 2nd Street, Suite 2620, Miami, Florida 33131

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100
PAR VALUE 1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
100 SE 2nd Street, Suite 2620, Miami, Florida 33131
and the name of the initial registered agent at such address is Carlos D. Lerman, Esquire

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Signature of Registered Agent

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)
1. Barney Weinkle, 100 SE 2nd Street, Suite 2620, Miami, FL 33131

Article 7: The Name and address of the incorporator is:
Barney Weinkle, 100 SE 2nd Street, Suite 2620, Miami, FL 33131

In witness whereof I have subscribed my name

Signature of Incorporator

PREPARED BY:
ACB INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-350-2571

H96-12601

P96000074948

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 6, 1997

OAKWOOD PLAZA PIZZA SYSTEMS, INC.
100 SE 2ND STREET STE 2020
MIAMI, FL 33131

SUBJECT: OAKWOOD PLAZA PIZZA SYSTEMS, INC.
Ref. Number: P96000074948

Debit Memo #: 13297-C

This is to inform you that check #5000 in the amount of \$550.00 submitted with the annual report for OAKWOOD PLAZA PIZZA SYSTEMS, INC. has been returned by your bank because of ACCOUNT NOT FOUND.

We request you remit a cashior's check or money order, referencing the above named debit memo number, in the amount of \$577.50 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after October 6, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (850) 487-6057.

Pat Bailey
Accountant I

Letter Number: 297A00039943

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August 18, 1997

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***577.50 ***577.50

REPLACEMENT FEE 1997

ANNUAL REPORT: OAKWOOD PLAZA
PIZZA SYSTEMS, INC.

DEBIT MEMO: # 13297-C

CHECK #: 5000