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PREPARED BY CSC SERVICES ACCOUNT NO. : 072100000032

REFERENCE: 081747 - 119622A
Patricia Pyzdek

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : September 11, 1996

ORDER TIME : 11:03 AM

ORDER NO. : 081747

CUSTOMER NO: 119622A

600001844736

CUSTOMER: Gary D. Fields, Esq
GARY D. FIELDS, ESQ

Suite 700
4400 P.g.a. Boulevard
Palm Bch Garden, FL 33410

DOMESTIC FILING

NAME: LUTINA'S PIZZA & SUBS, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

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9/11/96

FILED STATES
SECRETARY OF CORPORATIONS
96 SEP 11 PM 2:19

RECEIVED
96 SEP 11 AM 11:49
DIVISION OF CORPORATION

FILED
SEC. OF STATE
DIVISION OF CORPORATIONS

96 SEP 11 PM 2:19

**ARTICLES OF INCORPORATION
OF
LUTINA'S PIZZA & SUBS, INC.**

The undersigned incorporator hereby forms a corporation under the applicable Florida Statutes, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESSES

The name of the Corporation shall be:

LUTINA'S PIZZA & SUBS, INC.

The address of the principal office of this corporation shall be 10800 N. Military Trall, Palm Beach Gardens, FL 33410, and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office in the State of Florida is Admiralty Tower - Suite 700, 4400 PGA Boulevard, Palm Beach Gardens, Florida 33410. The name of the initial registered agent at such address is Gary D. Fields.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - DIRECTORS AND OFFICERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors initially. The names and addresses of the Initial Directors and Officers, who shall serve until their successors are duly elected and qualified or until their earlier resignations or removal, are as follows:

| <u>Name</u> | <u>Title (if applicable)</u> | <u>Address</u> |
|----------------------|---------------------------------------|---|
| David D. Branchesi | Director/President | 5888 Golden Eagle Circle, Lane 3 Palm Beach Gardens, Florida 33418 |
| B. Marie Branchesi | Director/Secretary/ Vice President | 7666 Tahiti Ln, Building 41, Unit 103 Lake Worth, Florida 33467 |
| Lourdes G. Branchesi | Director/Treasurer/ Vice President | 1072 Salmon Isle Greenacres, Florida 33413 |


ARTICLE VII - INCORPORATOR

The name and address of the incorporator signing these Articles is as follows:

| <u>Name</u> | <u>Address</u> |
|--------------------|--|
| B. Marie Branchesi | 7666 Tahiti Ln, Building 41, Unit 103 Lake Worth, Florida 33467 |

The undersigned incorporator has executed these Articles of Incorporation this 10th day of SEPT., 1996.

INCORPORATOR


B. MARIE BRANCHESI

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Having been named as Registered Agent of Lutina's Pizza & Subs, Inc., I hereby accept the appointment as Registered Agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as Registered Agent and agree to comply with all laws relating to the proper and complete performance of my duties.



GARY D. FIELDS

Date: 9/10, 1996