

OCT-03 96 10:41 AM

FLORIDA DIVISION OF CORPORATIONS 212-431-1441

FLAXIN

PAGE 185

10/03/96  
10:41 AM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H96000013892 0))

TO: DIVISION OF CORPORATIONS  
(904)922-4001

FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.  
075350000353

ACCT#:

CONTACT: CATHY LEACH  
PHONE: (212)431-5000

FAX #:

(212)431-1441

NAME: NEW YORK GOURMET PIZZA DOUGH CORP.

AUDIT NUMBER.....H96000013892

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

CERT. OF STATUS..0 PAGES..... 2

CERT. COPIES.....0 DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

FILED  
96 OCT -3 PM 3:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

55 OCT -3 PM 2:43  
TALLAHASSEE, FLORIDA

10/3/96  
TB  
496A-45342

ARTICLES OF INCORPORATION

OF

NEW YORK GOURMET PIZZA DOUGH CORP.

H96000013892  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
OCT -3 PM 3:51  
FILED

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is NEW YORK GOURMET PIZZA DOUGH CORP.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 4435 OLD WINTER GARDEN ROAD, ORLANDO, FL 32802 and the name of its initial registered agent at such address is BlumbergExcelsior Corporate Services, Inc.
6. The number of directors constituting the initial board of directors is two and the name and address of each person who is to serve as a member thereof is as follows:  
  
LAWRENCE G. AMIRTO, 785 S. CONGRESS AVE., DELRAY BEACH, FL 33445  
GARY G. BAL, 785 S. CONGRESS AVE., DELRAY BEACH, FL 33445
7. The name and address of the sole incorporator is: ROBERT ARATINGI, c/o BlumbergExcelsior CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 10/03/96

BlumbergExcelsior  
62 white St.  
New York, NY 10013  
212-431-5000

  
ROBERT ARATINGI  
Sole Incorporator

H96000013892

H96000013892

**ACCEPTANCE OF APPOINTMENT**

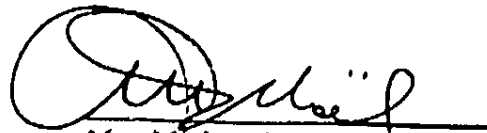
**AS**

**REGISTERED AGENT**

96 OCT -3 PM 3:51  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, do hereby accept appointment as Registered Agent of NEW YORK GOURMET PIZZA DOUGH CORP. , the within named corporation.

Dated: 10/3/96



FOR:

Marc Moel, Assistant Secretary  
BlumbergExcelsior Corporate  
Services, Inc.

BlumbergExcelsior  
62 White St.  
New York, NY 10013  
212-431-5000

H96000013892

P 96 000 0 81981

LAW OFFICE

DAVID A. SILK

200 EAST PALMETTO PARK ROAD, SUITE 101  
BOCA RATON, FLORIDA 33432

(407) 338-3327  
TELEFAX (407) 347-7789

July 23, 1997

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Dear Sir,

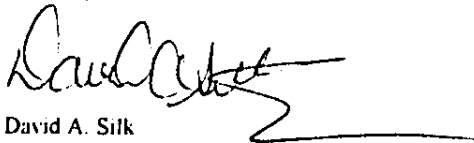
Enclosed please find the original and one copy of the Articles of Dissolution for New York Gourmet Pizza Dough Corp., along with a check in the amount of \$87.50 (\$35.00 for filing and \$52.50 for a certified copy). Please file the original and return the certified copy to

David A. Silk  
Attorney at Law  
200 E. Palmetto Park Road  
Suite 101  
Boca Raton, Florida 33432

800002249568--5  
-07/28/97--01146--007  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

If you have any questions, please let me know. Thank you for your attention to this matter.

Sincerely,

  
David A. Silk

DAS: mco  
Enc. 2

97 JUL 28 PM 12:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VE/DLS  
D&E  
E/E

NEW YORK GOURMET PIZZA DOUGH CORP.

ARTICLES OF DISSOLUTION

NEW YORK GOURMET PIZZA DOUGH CORP., a Florida corporation, executes the following articles of dissolution pursuant to section 607.1403 of the Florida Business Corporation Act:

- FIRST: The name of the corporation is NEW YORK GOURMET PIZZA DOUGH CORP. (the "company").
- SECOND: The shareholders of the company approved the dissolution of the company on July 16, 1997.
- THIRD: The number of votes cast by the shareholders of the company for dissolution was sufficient for approval of that action.

97 JUL 23 PM 12:59  
FILED  
NOTARY PUBLIC  
STATE OF FLORIDA

EXECUTED: July 16, 1997.

NEW YORK GOURMET PIZZA DOUGH CORP.

By: *Gary G. Bal*

Name: Gary G. Bal

Title: President

And By: *Lawrence G. Amirto*

Name: Lawrence G. Amirto

Title: Director

(To be signed by the president, chairman of the board, vice chairman of the board, or other authorized officer)

The foregoing instrument was acknowledged before me this 16th day of July, 1997 by Gary G. Bal & Lawrence G. Amirto of NEW YORK GOURMET PIZZA DOUGH CORP. A Florida Corporation.

*Ruth Elkind*  
7-16-97

OFFICIAL NOTARY SEAL  
RUTH ELKIND  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC586521  
MY COMMISSION EXP. OCT. 5, 2000