

P96000083948

OCTOBER 2, 1996

SECRETARY OF STATE  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

ENCLOSED PLEASE FIND TWO SIGNED ARTICLE OF INCORPORATION OF  
BROTHERS PIZZA INC.

THANK YOU KINDLY

L. A. JONES C.P.A.  
P.O. BOX 1719  
LADY LAKE, FLORIDA 32158-1719  
352 753 8900

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-10/08/96--01158--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

OCT 10 1996

BSB

EFFECTIVE DATE

10-1-96

FILED  
96 OCT -7 AM 8:27  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**BROTHERS PIZZA INC.**

**ARTICLE I - NAME**

The name of this corporation is **BROTHERS PIZZA INC.**

**ARTICLE II - DURATION**

This corporation shall exist perpetually, commencing on the date of signing.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 7,500 shares of no par value common stock.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL PRINCIPAL OFFICE AND  
RESIDENT AGENT**

The principal office address of this corporation is 132 Lady Lake Plaza, Hwy 441/27, Lady Lake, FL. 32159, and the mailing address is the same. The principal office and registered office addresses are the same. The initial registered agent of this corporation at that address is **Francis W. Hinerman**.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is **Francis W. Hinerman, 132 Lady Lake Plaza, Hwy 441/27, Lady Lake, FL. 32159.**

**FILED**

96 OCT -7 AM 8:27

STATE  
TALLAHASSEE, FLORIDA

**EFFECTIVE DATE**

10-1-96

### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is **Francis W. Hinerman**,  
132 Lady Lake Plaza, Hwy 441/27, Lady Lake, FL. 32159.

### ARTICLE IX - POWERS

This corporation shall have all of the corporate powers, as enumerated in the Florida General Corporation Act.

### ARTICLE X - INDEMNIFICATION

No officer, director or stockholder shall be held personally liable when acting in official capacity on company business. The corporation shall indemnify any officer, director or stockholder, or any former officer, director or stockholder to the full extent permitted by law.

### ARTICLE XI - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of October, 1996.

  
INCORPORATOR

I am familiar with the duties of resident agent, and hereby accept the position as resident agent of **Brothers Pizza Inc.**

  
RESIDENT AGENT

P96000083948

December 3, 1996

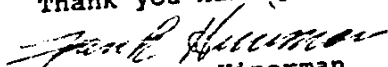
Florida Dept. of State  
Division of Corp.  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: Brothers Pizza Inc.

PLEASE CHANGE ADDRESS FROM: BROTHERS PIZZA INC.  
132 LADY LAKE PLAZA  
LADY LAKE, FLORIDA 32159

TO: BROTHERS PIZZA INC.  
P.O. BOX 1424  
LADY LAKE, FLORIDA 32159

Thank you kindly

  
Francis W. Hinerman

KS 12/10