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TALLAHASSEE, FL 32301-2607
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904-222-0393 FAX

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PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 161837 129765A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : November 20, 1996

ORDER TIME : 12:14 PM

ORDER NO. : 161837-005

CUSTOMER NO: 129765A

CUSTOMER: Eric M. Glazer, Esq
ERIC M. GLAZER, ESQ

200002010132--3

4th Floor
20801 Biscayne Boulevard
Aventura, FL 33180

DOMESTIC FILING

NAME: PEPPERONI ASSOCIATES, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

EFFECTIVE DATE:
11-15-96

TALLAHASSEE, FLORIDA

96 NOV 20 PM 4:10

FILED

DIVISION OF CORPORATION

96 NOV 20 PM 1:12

RECEIVED

Dmc
11/20/96

**ARTICLES OF INCORPORATION
OF
PEPPERONI ASSOCIATES, INC.**

FILED

96 NOV 20 PM 4:09

TALLAHASSEE, FLORIDA

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

EFFECTIVE DATE

ARTICLE I. NAME

11-15-96

The name of the corporation shall be **PEPPERONI ASSOCIATES, INC.**

ARTICLE II. PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be 1353 Bay Terrace, North Bay Village, FL 33141. Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors or Stockholders.

ARTICLE III. PURPOSE

The general nature of the business to be transacted by the corporation shall include any or all lawful business with all powers conferred upon Corporations by the Laws of the State of Florida. The corporation may adopt, change, amend and repeal By-laws, not inconsistent with law or its Certificate of Incorporation, for the exercise of its corporate powers, the management, regulation and government of its affairs and property, the transfer on its records of its stock or other evidence of interest or membership, and the calling and holding of meetings of its Stockholders. The corporations may also increase or diminish, by vote of its Stockholders, Shareholders, or members, cast as the By-laws may direct, the number of Directors, managers or trustees, provided, that the number shall never be less than one (1). Further, the corporation may make and enter into all contracts necessary and proper for the conduct of its business.

ARTICLE IV. SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one-hundred (100) shares of Five (\$5.00) Dollars par value. Initially, same shall be distributed 100% to Al Coletta.

ARTICLE V. EXISTENCE.

The corporation shall have perpetual existence.

ARTICLE VI. BEGINNING DATE

The date when the corporation existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereon, and are subsequently approved by the Secretary of State and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved.

ARTICLE VII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The Initial Registered Agent and street address are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
ERIC M. GLAZER, ESQ.	20801 BISCAYNE BLVD. FOURTH FLOOR AVENTURA, FLORIDA 33180

ARTICLE VIII. INCORPORATOR AND STREET ADDRESSES

The name and street address of each of the incorporators to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
AL COLETTA	1353 BAY TERRACE N. BAY VILLAGE, FL. 33141

ARTICLE IX. INITIAL BOARD OF DIRECTORS AND STREET
ADDRESSES

The name and street address of the first Board of Directors who shall hold office for the first year of the corporation's existence, or, until their successors are elected or appointed and have qualified, is as follows: There shall at no time be less then (1) director.

<u>NAME</u>	<u>STREET ADDRESS</u>
AL COLETTA	1353 BAY TERRACE N. BAY VILLAGE, FL. 33141

THE UNDERSIGNED INCORPORATOR has executed these Articles of Incorporation this 15th day of November, 1996.

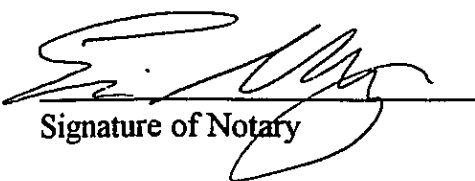


Signature of Incorporator - AL COLETTA

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, AL COLETTA, who produced a Florida Drivers License as identification, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 15 day of November, 1996.



Signature of Notary

Printed Name



OFFICIAL SEAL
ERIC GLAZER
My Commission Expires
Dec. 15, 1996
Comm. No. CC 246146

FILED

**CERTIFICATE OF DESIGNATING OF
REGISTERED AGENT/ REGISTERED OFFICE OF
PEPPERONI, ASSOCIATES, INC.**

96 NOV 20 PM 4:09
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 or 617.050, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office/registered agent, in the State of Florida:

1. The name of the Corporation is **PEPPERONI ASSOCIATES, INC.**
2. That **PEPPERONI ASSOCIATES, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at North Miami Beach, County of Dade, State of Florida, has named **ERIC M. GLAZER, ESQ.**, 20801 Biscayne Blvd., Fourth Floor, Aventura, Florida 33180, County of Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating 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 this 15th day of November, 1996.

By:


ERIC M. GLAZER, ESQUIRE

P96000095024



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1997

PEPPERONI ASSOCIATES, INC.
1353 BAY TERRACE
NORTH BAY VILLAGE, FL 33141

SUBJECT: PEPPERONI ASSOCIATES, INC.
Ref. Number: P96000095024

Debit Memo #: 9697-C

This is to inform you that check #3242 in the amount of \$165.00 submitted with the annual report for PEPPERONI ASSOCIATES, INC. has been returned by your bank because of ACCOUNT CLOSED.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 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 August 13, 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 (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 497A00031866

P96000095024

800002218808--2
-06/20/97--01099--004
***180.00 ***180.00

June 20, 1997

REPLACEMENT FEE 1997

ANNUAL REPORT:
ASSOCIATES, INC.

PEPPERONI

DEBIT MEMO: # 9697-C

CHECK #: 3242