

BOSTON PIZZA PASTA, INC.

5228 S. DALE MABRY HWY.
TAMPA, FLORIDA 33611
TEL. 813 265-1759

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DECEMBER 10, 1997

Secretary of State
Division Of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

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****122.50 ****122.50

RE: **BOSTON PIZZA PASTA, INC.**

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

BOSTON PIZZA PASTA, INC.

Eduardo S. Juica
EDUARDO S. JUICA
PRESIDENT

1/8/97

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF
BOSTON PIZZA PASTA, INC.

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation shall be:

BOSTON PIZZA PASTA, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

The corporate is authorized to issue 1,000 shares (common) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME: BOSTON PIZZA PASTA, INC.
ADDRESS: 5228 S. DALE MABRY HWY.
CITY: TAMPA, FLORIDA 33611

The name and street address of the Initial Registered Agent of this Corporation:

NAME: EDUARDO G. JUICA
ADDRESS: 5228 S. DALE MABRY HWY.
CITY: TAMPA, FLORIDA 33611

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME: EDUARDO G. JUICA - PRESIDENT
ADDRESS: 5228 S. DALE MABRY HWY.
CITY: TAMPA, FLORIDA 33611

NAME: JUAN M. JUICA - SECRETARY/TREASURE
ADDRESS: 5228 S. DALE MABRY HWY.
CITY: TAMPA, FLORIDA 33611

NAME:
ADDRESS:
CITY:

NAME:
ADDRESS:
CITY:

NAME:
ADDRESS:
CITY:

ARTICLE VII - INCORPORATORS

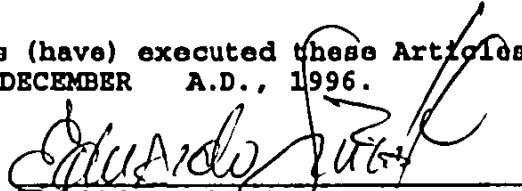
The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

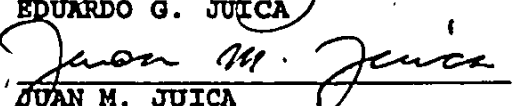
NAME: EDUARDO G. JUICA
ADDRESS: 5228 S. DALE MABRY HWY.
CITY: TAMPA, FLORIDA 33611

NAME: JUAN M. JUICA
ADDRESS: 5228 S. DALE MABRY HWY.
CITY: TAMPA, FLORIDA 33611

NAME:
ADDRESS:
CITY:

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 10TH day of DECEMBER A.D., 1996.

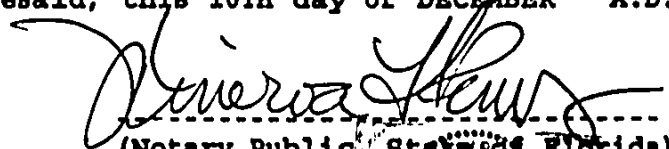

EDUARDO G. JUICA


JUAN M. JUICA

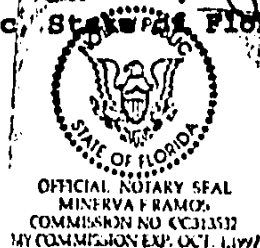
STATE OF FLORIDA)
 SS
COUNTY OF HILLSBOROUGH)

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared EDUARDO G. JUICA AND JUAN M. JUICA known to me and known to be the person(s) who executed the foregoing Articles of Incorporation and who acknowledged before me that THEY executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 10TH day of DECEMBER A.D. 1996.


(Notary Public, State of Florida)

My Commission expires
OCT. 1, 1997



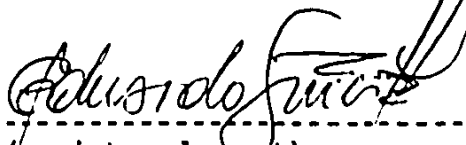
CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT
CERTIFICATE OF REGISTERED AGENT
BOSTON PIZZA PASTA, INC.

Pursuant to the provisions of sections 48.091 or 617.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 5228 S. DALE MABRY WHY., TAMPA, FLORIDA 33611 has named EDUARDO G. JUICA located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



(registered agent)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Certificate & Acknowledgement
Registered Agent