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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES. INC.  
CONTACT: PAM FRIEDMAN  
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NAME: SHERIDAN PLAZA PIZZA SYSTEMS. INC.  
AUDIT NUMBER.....H97000005259  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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March 31, 1997

ACE INDUSTRIES, INC.

SUBJECT: SHERIDAN PLAZA PIZZA SYSTEMS, INC.  
REF: W97000007413

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

FAX Aud. #: H97000005259  
Letter Number: 197A00016121

## ARTICLES OF INCORPORATION

of SHERIDAN PLAZA PIZZA SYSTEMS, INC.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.Article 1: Name of the Corporation: SHERIDAN PLAZA PIZZA SYSTEMS, INC.Address of the Corporation: 100 SE 2nd STREET, SUITE 2620, MIAMI, FL 33131

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100.PAR VALUE 1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

100 SE 2nd STREET, SUITE 2620, MIAMI, FL 33131and the name of the initial registered agent at such address is CARLOS D. LERMAN, ESQUIRE

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Signature of Registered Agent

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. BARNEY WEINKLE, 100 SE 2nd STREET, SUITE 2620, MIAMI, FL 33131

Article 7: The Name and address of the incorporator is:

BARNEY WEINKLE, 100 SE 2nd STREET, SUITE 2620, MIAMI, FL 33131

In witness whereof I have subscribed my name

Signature of Incorporator

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