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FROM THE DESK OF:

DAVID D. FERRENTINO

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April 7, 1997

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*****70.00 *****70.00

**VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation - Don Vito's Pizza Company

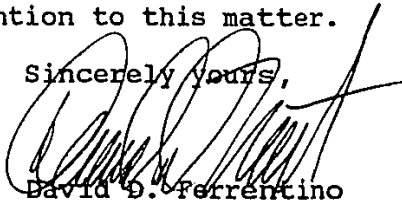
Dear Sir/Madam:

Enclosed please find Articles of Incorporation for Don Vito's Pizza Company, along with a check in the amount of \$70.00 for the filing fee and designation of Registered Agent.

Also enclosed is a photocopy of the Articles of Incorporation. Please return this copy to me with the filing date stamped on it.

Thank you for your attention to this matter.

Sincerely yours,


David D. Ferrentino

DDF/ent
Enclosures

FILED
97 APR 10 AM 10:10
TALLAHASSEE, FLORIDA
APR 11 1997 BSB

ARTICLES OF INCORPORATION
OF
DON VITO'S PIZZA COMPANY

FILED

97 APR 10 AM 10:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

NAME

The name of the Corporation is DON VITO'S PIZZA COMPANY.

ARTICLE II

PRINCIPAL OFFICE

The address of the initial principal place of business is First Union Center, 100 South Ashley Drive, Suite 2000, Tampa, Florida 33602.

ARTICLE III

STOCK

The number of shares of stock the Corporation is authorized to have outstanding at any time is Ten Thousand (10,000) shares, all of which shall be common shares in one class only, each with a par value of \$.01 per share.

ARTICLE IV

INITIAL REGISTERED AGENT AND ADDRESS

The Registered Agent of the Corporation is David D. Ferrentino and the registered address is First Union Center, 100 South Ashley Drive, Suite 2000, Tampa, Florida 33602.

ARTICLE V

PURPOSE

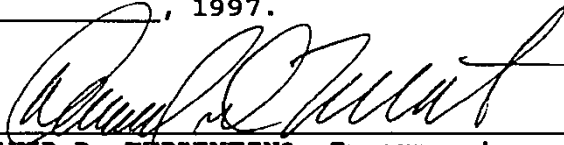
The purpose for which the Corporation is organized is to engage in any legal business.

ARTICLE VI

INCORPORATOR


The name and street address of the incorporator is as follows:
David D. Ferrentino, First Union Center, 100 South Ashley Drive,
Suite 2000, Tampa, Florida 33602.

The undersigned has executed these Articles of Incorporation
this 7th day of April, 1997.



DAVID D. FERRENTINO, Incorporator

Having been named as Registered Agent and to accept service of
process for the above-stated corporation at the place designated in
the 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 am familiar with the
acceptance and obligations of my position as Registered Agent, this
7th day of April, 1997.



DAVID D. FERRENTINO, Registered Agent

FILED
97 APR 10 AM 10:10
TALLAHASSEE, FLORIDA
STATE