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RITTER, RITTER & ZARETSKY

John H. Ritter (1913-1979)
John A. Ritter*
Louis D. Zaretsky
Steven M. Klein
* Also Admitted to Ohio Bar

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Miami, FL 33132
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FILED
97 JUN 20 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 19, 1997

Secretary of State
409 E. Gaines Street
Tallahassee, Fl. 32399

Re Tabernacle Brooklyn Subs & Pizza, Inc.

Dear Sir:

Please file the enclosed Articles of Incorporation and return a stamped copy in the enclosed UPS envelope.

Sincerely,

Conrad Ritter

CR:hh
Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

TABERNACLE BROOKLYN SUBS & PIZZA, INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

TABERNACLE BROOKLYN SUBS & PIZZA, INC.

The principal place of business of this corporation shall be at 9485 N.W. 17th Avenue, Miami, Fl. 33147.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2085 N.W. 97 Street, Miami, Fl. 33147 and the name of the initial registered agent of the corporation at that address is Selwyn Scott.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have 2 officer(s) and 2 director(s), initially. The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

Selwyn Scott- D, P, & S
2085 N.W. 97 St., Miami, Fl. 33147

Charlie Jones-D, VP
9485 N.W. 17 Ave., Miami, Fl. 33147

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Selwyn Scott
2085 N.W. 97 St., Miami, Fl. 33147

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 16th day of June, 1997.

By: 

Selwyn Scott

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 16th day of June, 1997.



Notary Public, State of Florida at Large

My Commission Expires:

M.E. GRAY
Notary Public, State of Florida
My Comm. expires Nov 2, 1997
No. CC327584

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

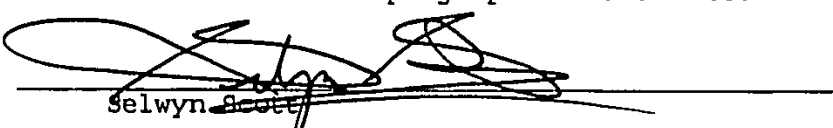
In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

Tabernacle Brooklyn Subs & Pizza, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named Selwyn Scott, 2085 N.W. 97 St., Miami Beach, Fl. 33147 as its agent to accept service of process within this State.


Incorporator Selwyn Scott

ACKNOWLEDGEMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Selwyn Scott