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**DANIEL C. PERRI**

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*Suite Twelve*

*Daniel C. Perri*

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*Shalimar, Florida 32579*

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August 5, 1997

Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32301

000002262200--5  
-08/08/97--01122--009  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for EMERALD COAST PIZZA INCORPORATED. Please file the original Articles and return a file-stamped copy along with a Certificate of Incorporation.

Also enclosed is a check in the amount of \$122.50 representing your filing fee.

I appreciate your assistance in this matter.

Sincerely,



Alexandra R. Haught  
Attorney at Law

ARH/cfm  
Enc.

FILED  
97 AUG -8 PM 12:01  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

T.M. - 8/11/97

**ARTICLES OF INCORPORATION  
OF  
EMERALD COAST PIZZA INCORPORATED**

The undersigned subscribers, being the incorporators of these Articles of Incorporation, hereby form a corporation under the laws of the State of Florida, Florida Statutes, Chapter 607 as follows:

**ARTICLE I  
NAME**

The name of this corporation is EMERALD COAST PIZZA INCORPORATED.

**ARTICLE II  
DURATION**

This corporation shall exist perpetually.

**ARTICLE III  
CORPORATE PURPOSE AND POWERS**

This corporation is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This corporation shall have all corporate powers enumerated in Chapter 607 mentioned above.

**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have is One Thousand (1,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share, which stock shall have the entire voting power of the corporation.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 5 Clifford Drive, Shalimar, FL 32578, and the name of the initial registered agent at that address is ALEXANDRA R. HAUGHT.

FILED  
97 AUG -8 PM 12:00  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors is two. The names and addresses of the persons who are to serve as the initial Board of Directors are as follows:

David E. George  
206 Seville Circle  
Mary Esther, FL 32569

Diana Lynn George  
206 Seville Circle  
Mary Esther, FL 32569

**ARTICLE VII**  
**INITIAL INCORPORATORS**

The name and address of the initial incorporators of this corporation are as follows:

David E. George  
206 Seville Circle  
Mary Esther, FL 32569

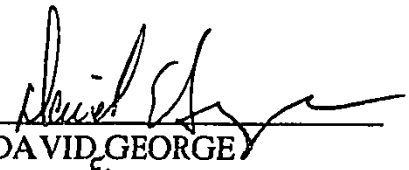
**ARTICLE VIII**  
**PRINCIPAL OFFICE ADDRESS AND MAILING ADDRESS**

The principal office address of the Corporation is 206 Seville Circle, Mary Esther, FL 32569. The mailing address for the Corporation is P.O. Box 1826, Ft. Walton Beach, FL 32549.

**ARTICLE IX**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by vote of 51% of the stock entitled to vote thereon. Any action of the stockholders may be taken without a meeting when consent in writing setting forth the action so taken is signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

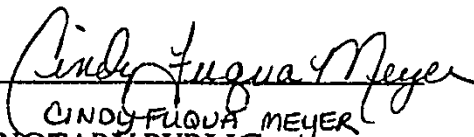
IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, have hereunto set their hand and seal on this the 1st day of August, 1997, for the purpose of forming a corporation to do business both within and without the State of Florida and do make and file in the Office of the Secretary of State of Florida these Articles of Incorporation and certify that the facts herein stated above are true.

  
DAVID GEORGE  
Incorporator

STATE OF FLORIDA  
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared David George, either personally know to me or has produced a valid driver's license as identification to be the individual described in and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 1<sup>st</sup> day of August, 1997.

  
CINDY FUQUA MEYER  
NOTARY PUBLIC  
My Commission Expires:



CINDY FUQUA MEYER  
My Commission 00312489  
Expires Sep. 01, 1997  
Bonded by HAI  
800-422-1555

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

**FILED**  
97 AUG -8 PM 12:02  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

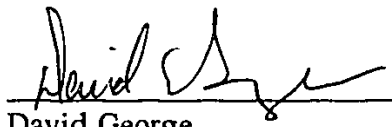
Pursuant to Section 48.091 and 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is EMERALD COAST PIZZA INCORPORATED.

2. The address of the registered office is 5 Clifford Drive, Shalimar, FL 32579.

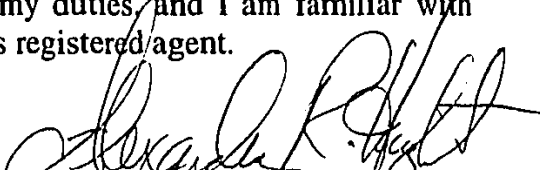
3. The name of the registered agent at the registered office is Alexandra R. Haught.

Dated: August 1, 1997.

  
David George  
Incorporator

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all Florida Statutes relative 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: August 1, 1997.

  
ALEXANDRA R. HAUGHT