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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/01/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
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NAME: FIELDSTONE PIZZA, INC.

AUDIT NUMBER.....H97000016323

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION

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Article 1: Name of Corporation FIELDSTONE PIZZA, INC.

Address of Corporation 1581 AURORA ROAD

MELBOURNE, FLORIDA 32935

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 10,000, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT

KEITH JOHNSTONE

and

1581 AURORA ROAD

REGISTERED OFFICE:

MELBOURNE, FLORIDA 32935

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

[Signature]
Signature of Registered Agent

9/30/97
Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)

First listed is President. Second is Vice-President. Then, sec/treasurer

1. KEITH JOHNSTONE

1581 AURORA ROAD

MELBOURNE, FLORIDA 32935

Article 5: The Name and Address of the INCORPORATOR is:

KEITH JOHNSTONE

1581 AURORA ROAD

MELBOURNE, FLORIDA 32935

In witness whereof I have subscribed my name

[Signature]
Signature of Incorporator

KEITH JOHNSTONE

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Prepared by:

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P.04

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