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June 8, 1998

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

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Bruno's Pizza & Wings, Inc.

Enclosed is an original and one copy of the articles of incorporation and a check for \$70.00 filing fee.

Please send the stamped copy of the Articles to:

Bruno's Pizza & Wings
2800 North Military Trail
Suite 103
West Palm Beach, FL 33409

FILED
98 JUN 11 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
FOR
BRUNO'S PIZZA & WINGS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation shall be: Bruno's Pizza & Wings, Inc.
2. The principal place of business and mailing address of the corporation is: 2800 North Military Trail, Suite 103, West Palm Beach, Florida 33409.
3. The corporation shall have the authority to issue 1000 shares of stock
4. The registered agent of this corporation is Christopher Sloane and the registered street address is 2800 North Military Trail, St. 103, West Palm Beach, Florida 33409.
5. The initial Board of Directors shall have one member whose name and address is as follows: Christopher Sloane, 2800 North Military Trail, St. 103, West Palm Beach, Fl 33409.

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

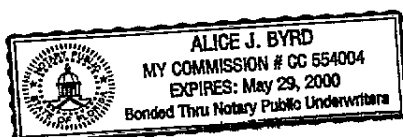
6. The incorporator of this corporation is Christopher Sloane whose street address is 2800 N. Military Trail, St. 103, West Palm Beach, Fl 33409.

Dated: June 8, 1998

Christopher Sloane
Incorporator

Sworn to and subscribed to before me this 8th day of June, 1998, by Christopher Sloane, who produced a driver license as identification.

Alice J. Byrd
Notary Public, State of Florida



CERTIFICATE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for Bruno's Pizza & Wings, Inc. at the place designated on this 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 and accept the obligations of my position as registered agent.

Dated: June 8, 1998

Chris Lee
Registered Agent

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