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Franchised Office

P9800088632



E.K. Williams & Co.

500002665195--5--
-10/16/98--01030--017
****122.50 *****78.75

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

ENCLOSED PLEASE FIND A CHECK IN THE AMOUNT OF \$122.50 FOR THE
RECORDING OF THE ENCLOSED ARTICLES OF INCORPORATION.

PLEASE SEND RECORDED DOCUMENTS TO THE ADDRESS ABOVE.

THANKING YOU IN ADVANCE.

E.K. WILLIAMS BUSINESS CONSULTANTS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 16 PM 2:32

10-16
WJ

ARTICLES OF INCORPORATION
OF

MASSIMO PIZZA, INC.

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING
A CORPORATION UNDER THE FLORIDA BUSINESS ACT, HEREBY ADOPT(S)
THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

MASSIMO PIZZA, INC.

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ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS
CORPORATION SHALL BE:

3951 N. HAVERHILL ROAD UNIT 126
WEST PALM BEACH, FL. 33417

ARTICLE III CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS
AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

100 AT \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS:

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

GIANNI BERTUZZELLI
126 E. HAMPTON WAY
JUPITER, FL 33458

ARTICLE V INCORPORATION(S)

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO THESE ARTICLES OF INCORPORATION IS(ARE):

GIANNI BERTUZZELLI
(PRES./TRES. 49%)
126 E. HAMPTON WAY
JUPITER, FL 33458

BERNARDINO BRANCATO
(VICE PRES./SEC. 51%)
180 E. HAMPTON WAY
JUPITER, FL 33458

THE UNDERSIGNED HAS(HAVE) EXECUTED THESE ARTICLES OF
INCORPORATION THIS _____ DAY OF _____

Gianni Bertuzzi
GIANNI BERTUZZELLI (PRES./TRES.)

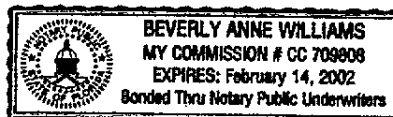
Bernardino Brancato
BERNARDINO BRANCATO (V.P./SEC.)

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC
DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE
ACKNOWLEDGEMENTS TO ME KNOWN TO BE THE PERSONS DESCRIBED AS
SUBSCRIBERS IN AND WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY
SUBSCRIBED TO THESE ARTICLES OF INCORPORATION.

SWORN AND SUBSCRIBED TO BEFORE ME THIS 12th DAY OF
October, 1998. - Personally Known

Beverly Williams
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: _____

_____ MASSIMO PIZZA, INC. _____

2. The name and address of the registered agent and office is: _____

_____ GIANNI BERTUZZELLI _____
(NAME)

_____ 126 E. HAMPTON WAY _____
(P.O. BOX NOT ACCEPTABLE)

~~WEST PALM BEACH~~ ^{JUPITER} _____
WEST PALM BEACH, FL 33458
(CITY/STATE/ZIP)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 16 PM 2:33

SIGNATURE Gianni Bertuzzi
GIANNI BERTUZZELLI

TITLE PRESIDENT/TREASURER

DATE _____

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Gianni Bertuzzi
GIANNI BERTUZZELLI

DATE _____