

P98000105864

LAW OFFICES OF

FREDERICK C. BRAUN, P.A.
ONE NORTH OCEAN BLVD., SUITE 1
BOCA RATON, FLORIDA 33432

Telephone: (561) 338-9890
Facsimile: (561) 362-9FAX

December 11, 1998

FILED
98 DEC 18 AM 10:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

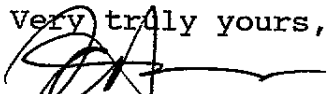
Re: Filing of Articles of Incorporation for
822 Pizza Corp.

Dear Sir or Madam:

Please find enclosed herewith the original and one copy of the proposed Articles of Incorporation for the above-referenced corporation. You will also find enclosed herewith a money order in the amount of \$122.50 payable to the Secretary of State for filing fees and the certificate of good standing.

If you have any questions or comments in connection with this matter, please do not hesitate to contact me.

Very truly yours,


Frederick C. Braun, Esq.

FCB/nk
Enc.

300002715773--1
-12/18/98--01049--013
****122.50 *****78.75

CB
12-22-98
4

FILED
98 DEC 18 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
822 PIZZA CORP.

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation shall be 822 PIZZA CORP.

The principal address of the corporation at the time of incorporation is 822 S. Federal Highway, Pompano Beach, Florida 33082.

ARTICLE II. DURATION

The duration of this corporation is perpetual, unless dissolved according to law.

Corporate existence shall commence on the date these Articles of Incorporation are filed by the Department of State.

ARTICLE III. PURPOSE

The purpose or purposes for which the corporation is organized is to conduct any and all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated as "common shares".

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the corporation's initial registered agent is Frederick C. Braun, One North Ocean Blvd., Suite 1, Boca Raton, Florida 33432.

ARTICLE VI. FIRST BOARD OF DIRECTORS

The following person shall serve the corporation as director until the first annual meeting or other meeting called to elect directors:

NAME	ADDRESS
Endria Maiorano	822 South Federal Highway Pompano Beach, Florida 33082

ARTICLE VII.. INCORPORATORS

The name and address of each incorporators are as follows:

NAME

ADDRESS

Endria Maiorano

822 South Federal Highway
Pompano Beach, Florida 33082

ARTICLE VIII. PRE-EMPTIVE RIGHTS

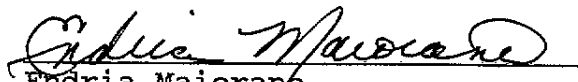
Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on December 8, 1998.

Incorporator


Endria Maiorano

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that 822 PIZZA CORP., desiring to organize or qualify under the laws of the State of Florida, has named Frederick C. Braun located at One North Ocean Blvd., Suite 1, Boca Raton, Florida 33432, as its agent to accept service of process within Florida.

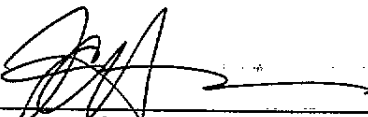
Dated: December 8, 1998.


Endria Maiorano, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated: December 8, 1998.



Frederick C. Braun, Esq.
Registered Agent

FILED
98 DEC 18 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA