

P99000006396



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 107029 8938A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizzuto

ORDER DATE : January 21, 1999

ORDER TIME : 12:14 PM

ORDER NO. : 107029-005

300002750153--2

CUSTOMER NO: 8938A

CUSTOMER: Sheila Harris, Legal Assistant
ROBERT L. SHEAR, ESQ
ROBERT L. SHEAR, ESQ
2790 Sunset Point Road

Clearwater, FL 33759

DOMESTIC FILING

NAME: NOKOMIS PIZZA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

66/22/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 21 AM 11:02

DIVISION OF CORPORATION

99 JAN 21 PM 1:38

RECEIVED

99 JAN 21 AM 11:03

ARTICLES OF INCORPORATION
OF
NOKOMIS PIZZA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NOKOMIS PIZZA, INC.

The address of the principal office of this corporation shall be 1085-B North Tamiami Trail, Nokomis, Florida 34239, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2790 Sunset Point Road, Clearwater, Florida 33759, and the name of the initial registered agent of the corporation at that address is Robert L. Shear.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Robert Hegedus Dir.	1085-B North Tamiami Trail Nokomis, Florida 34239
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Scott Landry Dir.	Same As Above
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Kevin Green Dir.	Same As Above
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Donald D. Dixon Dir.	Same As Above
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ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Robert Hegedus Pres.	1085-B North Tamiami Trail Nokomis, Florida 34239
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Scott Landry V.pres.	Same As Above
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Kevin Green Sec.	Same As Above
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Donald D. Dixon Treas.	Same As Above
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ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

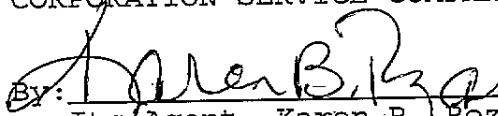
ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on January 21, 1999.

CORPORATION SERVICE COMPANY

By: 
Its Agent, Karen B. Rozar

AKC/rwm

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 21 AM 11:03

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

ROBERT L. SHEAR, an individual residing in this state having a business office indential with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of

NOKOMIS PIZZA, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Name: ROBERT L. SHEAR