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Law Offices
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WESTON CORPORATE CENTRE
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PHONE: (954) 384-1851 • FAX: (954) 384-7909

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HARRY M. ROSEN
Board Certified
Civil Trial Lawyer

July 20, 1999

EDWARD PAUL KREILING

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

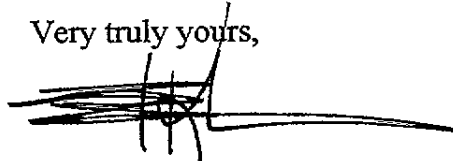
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: VINNY'S POMPANO PIZZA, INC.

Dear Sir:

I enclose a check in the amount of \$70.00 and Articles of Incorporation for VINNY'S POMPANO PIZZA, INC. Please file this corporation and forward notification to my office in the envelope provided.

Very truly yours,



EDWARD PAUL KREILING

EPK:lm

Enc.

PH 8/12/99

ARTICLES OF INCORPORATION
OF
VINNY'S POMPANO PIZZA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

VINNY'S POMPANO PIZZA, INC.

The address of the principal office of this corporation shall be 455 South Cypress Road, Pompano Beach, Florida, 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 100 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 2500 Weston Road, Suite 220, Weston, Florida

33331, and the name of the initial registered agent of the corporation at that address is Edward Paul Kreiling.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The names and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Vincent Billisi	455 South Cypress Road
Director	Pompano Beach, Fla.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. 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 VIII. INCORPORATOR

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

Edward Paul Kreiling
2500 Weston Road, Suite 220
Weston, Florida 33331

IN WITNESS WHEREOF, the undersigned agent has hereunto set his
hand and seal on July 20, 1999.

A handwritten signature, possibly "H. H.", is written over a horizontal line.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Edward Paul Kreiling, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

A handwritten signature, possibly "H. H.", is written over a horizontal line.