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Isakhan
3597 N. Lecanto Ave.
Beverly Hills, Florida
34465

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ISA'S PIZZAS + Subs, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

ARTICLES OF INCORPORATION
OF
LISA'S PIZZAS & SUBS, INC.

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TALLAHASSEE FLORIDA

The undersigned incorporator desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation shall be LISA'S PIZZAS & SUBS, INC.

ARTICLE TWO
REGISTERED OFFICE AND AGENT

The location and mailing address of the Corporation's initial registered office in Florida is:

3597 NORTH LECANTO, HIGHWAY
BEVERLY HILLS, FLORIDA 34465

The initial registered agent at the registered office is:

LISA DEAN.

The corporation's principal office and mailing address is:

3597 NORTH LECANTO, HIGHWAY
BEVERLY HILLS, FLORIDA 34465

ARTICLE THREE
PURPOSE

The purpose for which the Corporation is organized shall be to engage in any activity or business permitted under the laws of the United States, of this State, and of any other lawful jurisdiction.

**ARTICLE FOUR
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE FIVE
INCORPORATOR**

The name and post office address of the incorporator is:

Name

Address

LISA DEAN

3597 NORTH LECANTO, HIGHWAY
BEVERLY HILLS, FLORIDA 34465

**ARTICLE SIX
DIRECTORS**

The Board of Directors shall consist of 1 member initially. The number of directors may be increased from time to time by by-laws adopted by the stockholders, but shall never be fewer than one (1). The name and address of the Board of Directors are:

Name

Address

LISA DEAN

President/VP/Secretary
Treasurer

3597 NORTH LECANTO, HIGHWAY
BEVERLY HILLS, FLORIDA 34465

**ARTICLE SEVEN
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding is 100, all of which shall be common shares; with par value of \$1.00 per share.

**ARTICLE EIGHT
STATED CAPITAL**

The amount of capital with which the Corporation shall begin business is \$50.00.

**ARTICLE NINE
AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 9 day of August, 1999.



LISA DEAN

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 9 day of August, 1999 by LISA DEAN, who is personally known to me or who has produced Florida Drivers License as identification and who did take an oath.

Print: Debra S. Dulude

Signature: Debra S. Dulude
Notary Public

State of Florida At Large
Commission Expires: _____



[Seal]
DEBRA S DULUDE
My Commission 66491063
Expires Aug. 23, 1999

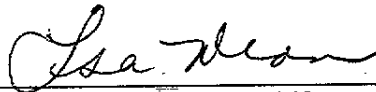
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS
MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That LISA'S PIZZAS & SUBS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the city of Ocala, County of Marion and State of Florida has named LISA DEAN as its agent to accept service of process within this State.

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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



LISA DEAN
REGISTERED AGENT

9 August 1999

DATE

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SECRETARY OF STATE
TALLAHASSEE FLORIDA