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Stephen P. Sklo  
12201 N. 50th St, #94  
Tampa, FL 33617

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<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

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Examiner's Initials

TS 8/24/99

# ARTICLES OF INCORPORATION

OF

PIEHOLE, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

## ARTICLE I - NAME

The name of the corporation shall be PIEHOLE, INC..

## ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation to include, but not limited to, the operation of restaurant.

## 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 no par value. All shares sold or exchanged shall first give the then current shareholders of record an opportunity of first right of refusal on the purchase of said stock. Purchase opportunities shall be given to shareholders of record based on the percentage of their ownership in comparison to the amount available for purchase or exchange.

## ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation and the name of the initial Registered Agent for the corporation shall be:

STEPHEN J.R. PISKLO  
12201 NO 50<sup>TH</sup> Street #94  
Tampa Florida 33617

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TALLAHASSEE, FLORIDA

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#### **ARTICLE V - DIRECTORS**

The Board of Directors shall consist initially of one (1) individual(s). The name(s) and address(es) of the initial board of director(s) shall be:

STEPHEN J.R. PISKLO  
P O BOX 76744  
Tampa FL 33675-1744

#### **ARTICLE VI - BUSINESS ADDRESS**

The principal place of business for the corporation is:

1411 E. 7<sup>th</sup> Ave  
Tampa FL 33605

The Board of Directors may from time to time move the principal office to any other location in Florida.

#### **ARTICLE VII - INCORPORATOR**

The name and address of the incorporator is:

STEPHEN J.R. PISKLO  
P O BOX 76744  
Tampa FL 33675-1744

#### **ARTICLE VIII - AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the holders or holder of a majority of the stock entitled to vote thereon.

#### **ARTICLE IX - SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

#### **ARTICLE X - TERM OF EXISTENCE**

This corporation shall exist perpetually.

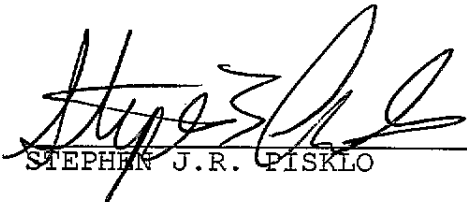
#### ARTICLE XI - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE XII - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

IN WITNESS WHEREOF, the undersigned has hereunto set his/her hand and seal on this \_\_\_\_ day of August, 1999.

  
STEPHEN J.R. PISKLO

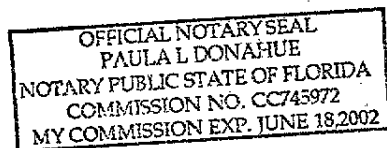
STATE OF FLORIDA}  
COUNTY OF HILLSBOROUGH}

Before me personally appeared, **STEPHEN J.R. PISKLO**, to me well known or has produced identification to be the person(s) described in and who executed the foregoing instrument, and acknowledged to and before (and did not take an oath) me that he/she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 17 day of August, 1999.

  
NOTARY PUBLIC

My commission expires:



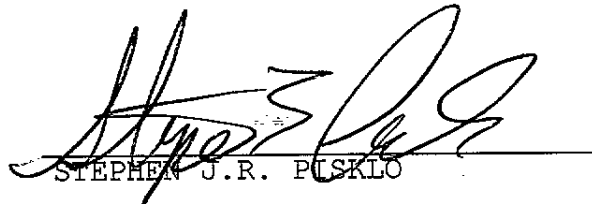
DESIGNATION OF AND ACCEPTANCE

BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Georgia, **PIEHOLE, INC.**, a corporation organizing under the laws of the State of Florida, with its principal office is located in Hillsborough County, Florida, has named **STEPHEN PISKLO**, as its Agent to accept service of process within the State of Florida.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

  
STEPHEN J.R. PISKLO

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