

P99000084472



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 384438 8900A

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 78.75

ORDER DATE : September 23, 1999

ORDER TIME : 11:26 AM

ORDER NO. : 384438-005

500002995065--1

CUSTOMER NO: 8900A

CUSTOMER: Ms. Evette Arguinzoni
JOSEPH M. BALOCCO, ESQ
JOSEPH M. BALOCCO, ESQ
1323 S.e. Third Avenue

Fort Lauderdale, FL 33316

DOMESTIC FILING

NAME: DANNY'S PIZZA & PASTAS,
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: Angie Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 23 PM 3:41

RECEIVED
99 SEP 23 PM 12:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
DANNY'S PIZZA & PASTAS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 23 PM 3:41

ARTICLE I - NAME

The name of this corporation is: DANNY'S PIZZA & PASTAS, INC. The principal address of the corporation is 407 NORTH STATE ROAD 7, MARGATE, FLORIDA 33063.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

The corporation may conduct any lawful business for which a corporation may exist under Chapter 607 of the Florida Statutes.

ARTICLE IV - STOCK

This corporation is authorized to issue 100 shares of NO par value common stock which shall be designated "Common Shares."

ARTICLE V - 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 VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 407 NORTH STATE ROAD 7, MARGATE, FLORIDA 33063 and the name of the initial registered agent of this corporation at that address is: KRISTEN BERGMAN-FLORES.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) Director(s) constituting the initial Board of Directors. The number of Director(s) may be either increased or decreased from time to time in accordance with the By Laws. The name(s) and address(es) of the initial Board of Directors of this Corporation is (are):

NAME:

ADDRESS:

KRISTEN BERGMAN-FLORES

407 NORTH STATE ROAD 7
MARGATE, FLORIDA 33063

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME:

ADDRESS:

KRISTEN BERGMAN-FLORES

407 NORTH STATE ROAD 7
MARGATE, FLORIDA 33063

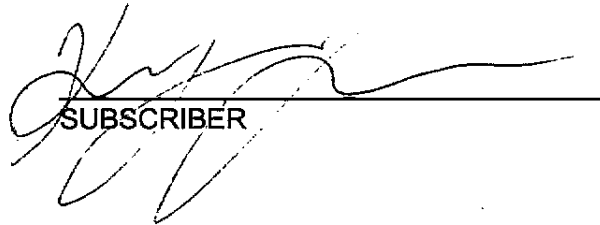
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - 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 subscriber has executed these Articles of Incorporation this 21 day of September, 1999.


SUBSCRIBER

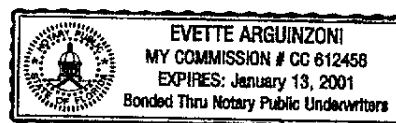
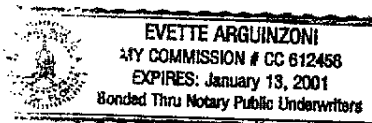
STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KRISTEN BERGMAN-FLORES known to me to be the person(s) who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation or who produced valid Florida Driver License(s) as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 21 day of September, 1999.


NOTARY PUBLIC

My Commission Expires:



**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 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST--THAT DANNY'S PIZZA & PASTAS, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS AT 407 NORTH STATE ROAD 7, CITY OF MARGATE, STATE OF FLORIDA,
33063, HAS NAMED KRISTEN BERGMAN-FLORES, LOCATED AT 407 NORTH STATE
ROAD 7, CITY OF MARGATE, STATE OF FLORIDA, 33063, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

TITLE

DATE

[Signature]
Subscriber
9.21.99

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 PERFORMANCE OF MY
DUTIES.

SIGNATURE

DATE

[Signature]
9.21.99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 23 PM 3:41