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Division of Corporations
P.O. Box 327
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September 23, 1999

Ladies/Gentlemen:

I have enclosed the Articles of Incorporation for PIZZA BELLA, INC. and a check for \$70.00. Also enclosed is a **copy** of the Articles of Incorporation. Would you please time and date stamp it and return to me in the enclosed stamped envelope. Thank you for your assistance.

Sincerely,



Kenneth L. Weiss

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

PIZZA BELLA, INC.

ARTICLE I NAME

The name of the corporation shall be PIZZA BELLA, INC.

The address of the principal office of this corporation shall be 5537 Sheldon Rd., Tampa, FL 33615 and the mailing address 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 1000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 5537 Sheldon Rd., Tampa, FL 33615 and the name of the initial registered agent of the corporation at that address is Richard A. Riley.

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

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in these Articles of Incorporation. This corporation shall have one Director initially. The name and street address of the initial member of the Board of Directors is Richard A. Riley, 5537 Sheldon Rd., Tampa, FL 33615.

ARTICLE III. OFFICERS

The names and addresses of the initial officer of the corporation who shall hold office for the first year of the corporation or until his successor is elected or appointed is: President/Treasurer: Richard A. Riley; 5537 Sheldon Rd., Tampa, FL 33615

ARTICLE IX. INCORPORATOR

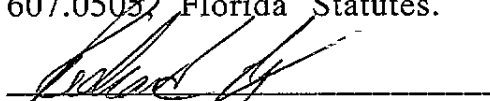
The name and street address of the incorporator to these Articles of Incorporation is Richard A. Riley, 5537 Sheldon Rd., Tampa, FL 33615.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 19 day of September, 1999.


Richard A. Riley

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

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


Richard A. Riley