

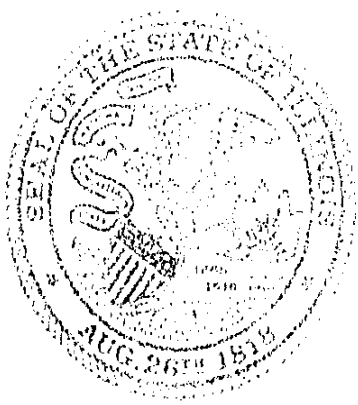


**Whereas,** ARTICLES OF INCORPORATION OF  
BALDINELLI'S PIZZA, INC.  
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

89177215

*Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.*

**In Testimony Whereof,** *I hereto set my hand and voice to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this* 17TH *day of* APRIL *AD 19* 89 *and of the Independence of the United States the two hundred and* 13TH.



*Jim Edgar*  
\_\_\_\_\_  
SECRETARY OF STATE

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8-25-2013

Property of Cook County Clerk's Office

08/25/2013

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\* A declaration as to a "par value" is optional. This space may be marked "n/a" when no reference to a par value is desired.

Class	Number of shares proposed to be issued	Par Value per share	Consideration to be received therefor
Common	1,000	N/A	\$ 1,000.00
<b>TOTAL</b>			
			\$ 1,000.00

**ARTICLE FIVE**

The number of shares to be issued initially, and the consideration to be received by the corporation therefor, are:

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:

Class	Par Value per share	Number of shares authorized
Common	N/A	1,000

**ARTICLE FOUR**

Paragraph 1: The authorized shares shall be:

To engage in the retail sale of pizza and other prepared foods and to generally deal in and with all kinds of facilities and appurtenances convenient, desirable or necessary in the conduct of the foregoing.

**ARTICLE THREE**

The purpose or purposes for which the corporation is organized are:

Registered Office: 12 Fox Lane  
 Registered Agent: Donald Baldinelli  
 City: Palos Park, Illinois 60464  
 County: Cook

**ARTICLE TWO**

The name and address of the initial registered agent and its registered office are:

"(limited", or an abbreviation thereof)

**ARTICLE ONE**

The name of the corporation is Baldinelli's Pizza, Inc.

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

**ARTICLES OF INCORPORATION**

Secretary of State  
 State of Illinois

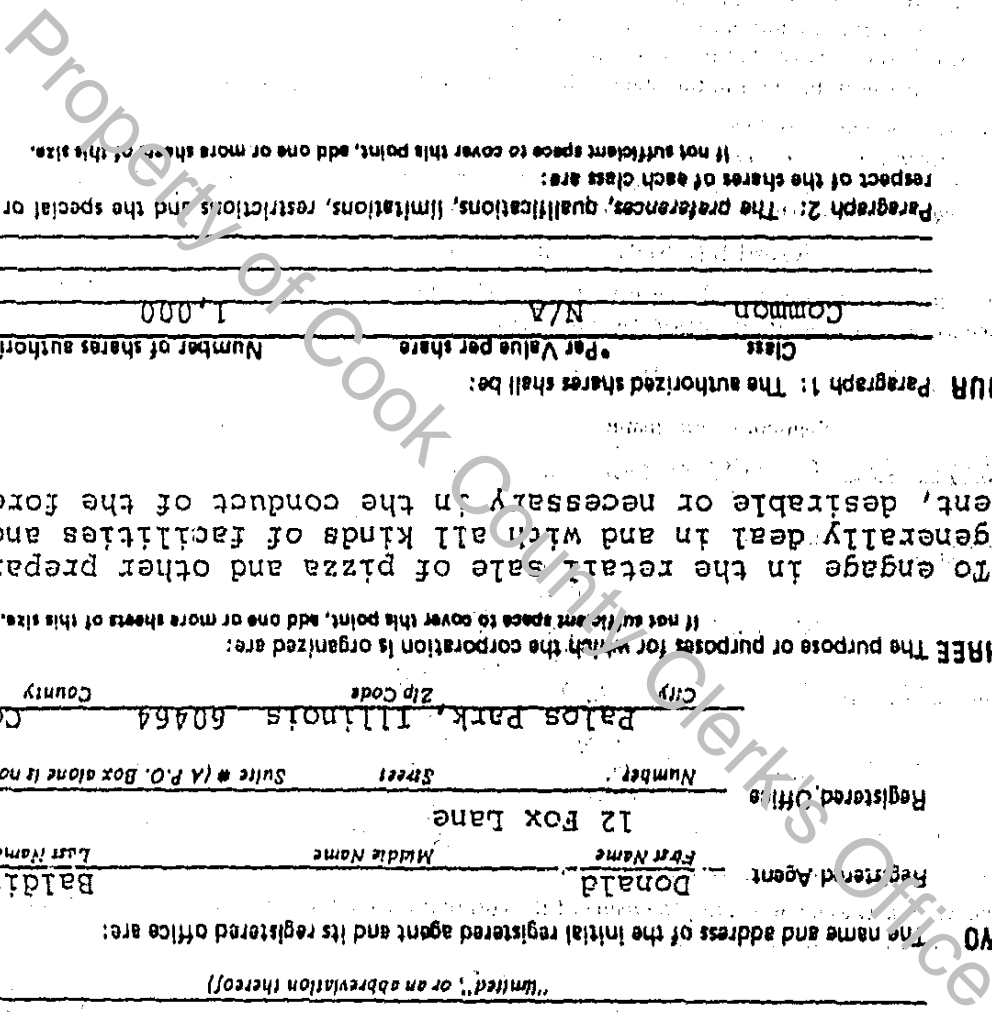
Submit in Duplicate

BCA.2.10 (Rev. Jul. 1984)

This Space For Use By Secretary of State  
 Date: 4-17-89  
 License Fee \$ 50  
 Franchise Tax \$ 11.00  
 Filing Fee \$ 1.00  
 Clerk: [Signature]

File #

89177215



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**ARTICLE SIX OPTIONAL**

The number of directors constituting the initial board of directors of the corporation is 2, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

Name	Residential Address	
Donald Baldinelli	12 Fox Lane	Palos Park, IL 60464
Mary Baldinelli	12 Fox Lane	Palos Park, IL 60464

**ARTICLE SEVEN OPTIONAL**

- (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_
- (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_
- (c) It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_
- (d) It is estimated that the gross amount of business which will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

**ARTICLE EIGHT OTHER PROVISIONS**

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing pre-emptive rights; denying cumulative voting; regulating internal affairs; voting majority requirements; fixing a duration other than perpetual; etc.

**NAMES & ADDRESSES OF INCORPORATORS**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated: April 10, 1989

Signatures and Names	Post Office Address
1. <u>Donald Baldinelli</u> <i>Signature</i>	1. <u>12 Fox Lane</u> <i>Street</i>
<u>Donald Baldinelli</u> <i>Name (please print)</i>	<u>Palos Park, Ill. 60464</u> <i>City/Town State Zip</i>
2. _____ <i>Signature</i>	2. _____ <i>Street</i>
_____ <i>Name (please print)</i>	_____ <i>City/Town State Zip</i>
3. _____ <i>Signature</i>	_____ <i>Street</i>
_____ <i>Name (please print)</i>	_____ <i>City/Town State Zip</i>

FILED  
APR 17 1989  
JIM SEDGAR  
Secretary of State

DEPT-01 RECORDING \$13.25  
15222 State Rm. 2275 04/21/89 09:24:00  
#5519 # B. #-89-177215  
COOK COUNTY RECORDER

*(Signatures must be in ink on original document. Carbon copy, xerox or rubber stamp signatures may only be used on conformed copies)*  
NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.

Form BCA-2.10

File No. \_\_\_\_\_

**ARTICLES OF INCORPORATION**

MAIL TO:  
SCOTT L. HILLSTROM  
10731 S. WESTERN  
CHICAGO, ILL 60643

**FEE SCHEDULE**

The following fees are required to be paid at the time of issuing the Certificate of Incorporation: FILING FEE \$75.00; INITIAL LICENSE FEE of 1/20th of 1% of the consideration to be received for initial issued shares (see Art. 5), MINIMUM \$50; INITIAL FRANCHISE TAX of 1/10th of 1% of the consideration to be received for initial issued shares (see Art. 5), MINIMUM \$25.00.

**EXAMPLES OF TOTAL DUE**

Consideration to be Received	TOTAL DUES*
up to \$1,000	\$100.50
\$ 5,000	\$102.50
\$ 10,000	\$105.00
\$ 25,000	\$112.50
\$ 50,000	\$150.00
\$100,000	\$225.00

\*Includes Filing Fee + License Fee + Franchise Tax

**RETURN TO:**

Corporation Department  
Secretary of State  
Springfield, Illinois 62756  
Telephone (217) 782-6961

C-162.B

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