

**ARTICLES OF INCORPORATION
OF
PAPA SAIA'S PIZZA COLONIAL, INC.**

IN THE OFFICES OF THE JUDGE OF PROBATE
OF SHELBY COUNTY, ALABAMA

The undersigned, acting as incorporator of a corporation under the Code of Alabama,
adopts the following Articles of Incorporation:

- FIRST:** The name of the corporation is Papa Saia's Pizza Colonial, Inc.
- SECOND:** The period of its duration is perpetual.
- THIRD:** The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Laws of the State of Alabama, and to participate in all types of business which are allowed by the Laws of the State of Alabama. Further, the purpose or purposes for which the corporation is organized are: To operate a private club under the applicable law of the State of Alabama, said establishment to be operated for objects of a national, social, patriotic, political, athletic or similar nature, and to be a gathering place where food and beverages are available for sale to members and their guests.
- FOURTH:** The aggregate number of shares which the corporation shall have authority to issue are one thousand (1000) shares of common stock of par values of one dollar (\$1.00) per share. All of said stock shall be common and none shall be preferred stock or stock of a different class.
- FIFTH:** There are no provisions for the regulation of the internal affairs of the corporation.

SIXTH: The address for the initial registered office of the corporation is: 41 Weldon Drive, Chelsea, AL 35043 and the name of its initial registered agent at such address is: Norman Saia, Jr.

SEVENTH: The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who is to serve as director and officer until the first annual meeting of shareholders and until their successors are elected and shall qualify is as follows:

NAME	ADDRESS
Norman Saia, Jr.	41 Weldon Drive, Chelsea, AL 35043

EIGHTH: The name and address of the incorporator is:

NAME	ADDRESS
Norman Saia, Jr.	41 Weldon Drive, Chelsea, AL 35043

The undersigned, acting as incorporator of the corporation named herein in accordance with the Alabama Business Corporation Act, execute these Articles of Incorporation the 1st day July, 2007.

Papa Saia's Pizza Colonial, Inc.
an Alabama Corporation

By: [Signature]
INCORPORATOR

THE INSTRUMENT WAS PREPARED BY:
NICOLE ROMANO SAIA
41 WELDON DRIVE
CHELSEA, AL 35043
(205) 678-4660



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Shelby Cnty Judge of Probate, AL
07/10/2007 10:41:40AM FILED/CERT

Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, **Code of Alabama 1975**, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Papa Saia's Colonial, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Nicole Romano Saia, 41 Weldon Dr, Chelsea, AL 35043 for a period of one hundred twenty days beginning June 25, 2007 and expiring October 24, 2007.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

June 25, 2007

Date



Beth Chapman

Beth Chapman

Secretary of State