

OUR GANG PIZZA
924 MICA DR. #G
CARSON CITY, NEV. 89701

CERTIFICATE OF LIMITED PARTNERSHIP

This certificate has been executed on this 6 day of Feb, 1981, by the undersigned to form a Limited Partnership, under the provisions of Chapter 88 of the Nevada Revised Statutes (NRS) on the following terms:

1. The name of the Limited Partnership is OUR GANG PIZZA I.
2. The character of the business is that of restaurant and food service and any other lawful business.
3. The present location of the principal place of business is 924 Mica, Suites E, F, G, Carson City, Nevada.
4. The name and place of residence of each member is:
 - (a) BILL HAROLD, 893 Coloma Drive, Carson City, Nevada, GENERAL PARTNER.
 - (b) MIKE FENN, 24 Kit Sierra Loop, Carson City, Nevada, LIMITED PARTNER.
5. The partnership is to exist for a term of fifty (50) years from the first recording of this Certificate or until its earlier dissolution is provided in the Partnership Agreement.
6. The LIMITED PARTNER has agreed to contribute Five Thousand (\$5,000.00) Dollars.
7. The LIMITED PARTNER has not agreed to make any additional contributions.
8. No time has been agreed upon when the contribution of the LIMITED PARTNER is to be returned.
9. By reason of his capital contribution, the LIMITED PARTNER shall receive seven (7%) percent of the gross profits of the Partnership.
10. The LIMITED PARTNER is not given the right to substitute an assignee as contributor in his place.
11. No right is given to the Partners to admit additional Limited Partners.
12. Since there is only one LIMITED PARTNER there is no right given as to priority between LIMITED PARTNERS.
13. Since there is only one GENERAL PARTNER, there is no right given as to the continuation of the business upon the death, retirement or insanity of the GENERAL PARTNER.
14. No right is given to the LIMITED PARTNER to demand or receive property other than cash in return for his contribution.

15. The LIMITED PARTNER may vote on matters relating to:

- (a) Termination of the Partnership;
- (b) Amendment of the Partnership Agreement;
- (c) Salary, if any, of the GENERAL PARTNER.

A unanimous vote of the members of the Partnership is required to cause such action to be effective as to the Limited Partnership.

IN WITNESS WHEREOF, the undersigned have executed this Certificate, effective Feb 6, 1981.

GENERAL PARTNER:

William P. Harold
BILL HAROLD

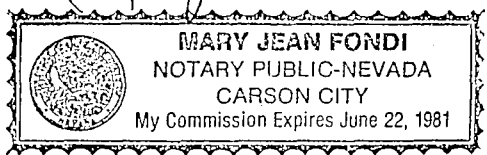
LIMITED PARTNER:

Michael R. Fenn
MICHAEL R. FENN

STATE OF NEVADA)
 :
CARSON CITY) ss.

On this 6TH day of February, 1981, before me, the undersigned, a Notary Public in and for Carson City, State of Nevada, duly commissioned and sworn, personally appeared BILL HAROLD and MICHAEL R. FENN, known to me to be the person whose name is subscribed to the within instrument, and who acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned.

Mary Jean Fondi
NOTARY PUBLIC



REQUESTED BY
Bill Harold / Michael R. Fenn
IN OFFICIAL RECORDS OF
DOUGLAS CO. NEVADA
\$4.00 P&L
1981 FEB 26 AM 11:54

MARIE A. RABEL
RECORDER
Lawn Kenney
Dep.

53832

BOOK 281 PAGE 1700