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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 158518 149395A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : November 18, 1996

ORDER TIME : 12:02 PM

ORDER NO. : 158518-005

CUSTOMER NO: 149395A

100002007181--6

CUSTOMER: Ms. Kristine Napoles
BEATRIZ M. CAPOTE, P.A.

17th Floor
1101 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: DOWNTOWN DONUTS, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

FILED
96 NOV 19 PM 3:51
RECEIVED
96 NOV 18 PM 1:57
DIVISION OF CORPORATION

KR
11-18-96

**ARTICLES OF INCORPORATION OF
DOWNTOWN DONUTS, INC.**

FILED
\$6 NOV 13 PM 3:51
STATE

**ARTICLE I
NAME**

The name of the Corporation is DOWNTOWN DONUTS, INC.

**ARTICLE II
DURATION**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

**ARTICLE IV
PRINCIPAL OFFICE**

The principal office of the corporation is: 3390 W. Hillsboro Boulevard, Deerfield Beach, Florida 33442.

**ARTICLE V
MAILING ADDRESS**

The mailing address of the corporation is: 3390 W. Hillsboro Boulevard, Deerfield Beach, Florida 33442.

**ARTICLE VI
CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is BEATRIZ M. CAPOTE, and the name of the initial Registered Agent of this Corporation at that address is 1101 Brickell Avenue, 17th Floor, Miami, Florida 33131.

ARTICLE VIII
INCORPORATOR

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

<u>Name</u>	<u>Address</u>
BEATRIZ M. CAPOTE	1101 Brickell Avenue 17th Floor Miami, Florida 33131

ARTICLE IX
POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE X
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

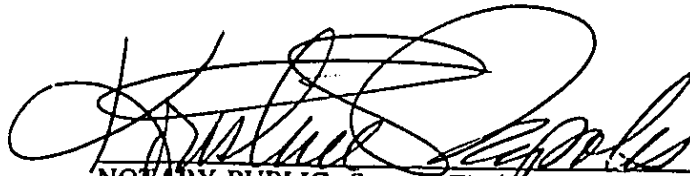
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14th day of November, 1996.



BEATRIZ M. CAPOTE

STATE OF FLORIDA :
COUNTY OF DADE : ss:
:

I HEREBY CERTIFY that on this 14th day of November, 1996, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, BEATRIZ M. CAPOTE, who is personally known to me.


NOTARY PUBLIC, State of Florida
Print Name: KRISTINE NAPOLES

My Commission Expires:




KRISTINE NAPOLES
My Commission CC408848
Expires Dec. 03, 1998

BMC\MANOOCH\INCORPORAT\ARTICLES.INC

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

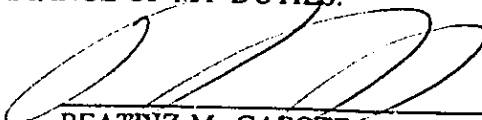
THAT DOWNTOWN DONUTS, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED **BEATRIZ M.
CAPOTE**, LOCATED AT **1101 Brickell Avenue, 17th Floor, Miami, Florida 33131**, ITS
REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF
FLORIDA.



BEATRIZ M. CAPOTE, Incorporator

DATE: 11-14-96

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 THE CAPACITY OF REGISTERED AGENT, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



BEATRIZ M. CAPOTE