

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED

**Apr 20 1998 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F95000001135 (1)
1. Corporation Name
EINSTEIN/NOAH BAGEL CORP.



Principal Place of Business 14123 DENVER WEST PKWY GOLDEN CO 80401 US	Mailing Address 14123 DENVER WEST PARKWY GOLDEN CO 80401 US
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DO NOT WRITE IN THIS SPACE

21 2. Principal Place of Business	26 2a. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Country
24 Country	29 Zip
25 Country	30 Zip

3. Date Incorporated or Qualified 03/09/1995	
4. FEI Number 84-1294908	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM
1200 S. PINE ISLAND RD
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

B1 Name	
B2 Street Address (P.O. Box Number is Not Acceptable)	
B3	
B4 City	B5 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: *[Signature]* DATE: _____
Signature of type of printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P/D	1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	GOLDTON, MARK	1.2 NAME	Jeffrey L. Butler
STREET ADDRESS	14123 DENVER WEST PKWY	1.3 STREET ADDRESS	14123 Denver West Pkwy
CITY-ST-ZIP	GOLDEN CO	1.4 CITY-ST-ZIP	Golden CO 80401
TITLE	D	2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	CRAIG, KYLE T.	2.2 NAME	Robert M. Hartnett
STREET ADDRESS	25088 FOOTHILLS DR. N.	2.3 STREET ADDRESS	14123 Denver West Pkwy
CITY-ST-ZIP	GOLDEN CO	2.4 CITY-ST-ZIP	Golden CO 80401
TITLE	D	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BECK, SCOTT A.	3.2 NAME	
STREET ADDRESS	809 11TH STREET	3.3 STREET ADDRESS	
CITY-ST-ZIP	BOULDER CO 80302	3.4 CITY-ST-ZIP	
TITLE	V	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	STRASEN, PAUL A.	4.2 NAME	
STREET ADDRESS	6 WHITE ALDER	4.3 STREET ADDRESS	
CITY-ST-ZIP	LITTLETON CO	4.4 CITY-ST-ZIP	
TITLE	V/S	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ALAM, JOEL M.	5.2 NAME	Amy Powers
STREET ADDRESS	5 BLUE FAX	5.3 STREET ADDRESS	14123 Denver West Pkwy
CITY-ST-ZIP	LITTLETON CO 80127	5.4 CITY-ST-ZIP	Golden CO 80401
TITLE	V	6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	HEININGER, TED	6.2 NAME	W. Eric Carlborg
STREET ADDRESS	1075 S. PITKIN AVE.	6.3 STREET ADDRESS	14123 Denver West Pkwy
CITY-ST-ZIP	SUPERIOR CO 80027	6.4 CITY-ST-ZIP	Golden CO 80401

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, on an attachment with an address.

Paul A. Strasen - Paul A Strasen in a/c 2032165561

CR2E034 (10/97)