

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO10000001455

Bagel Point, Inc

200003523072--9
-01/04/01--01001--024
*****70.00 *****70.00

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

FILED
 01 JAN - 4 PM 1:43
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 RECEIVED
 01 JAN - 4 AM 11:17
 DIVISION OF CORPORATION

JAN 04 2001

Signature _____

Requested by: SX
Name _____ Date 1/4/01 Time 10:00

Walk-In _____ Will Pick Up _____

ARTICLES OF INCORPORATION

OF

Bagel Point, Inc.

ARTICLE 1

NAME

The name of this corporation shall be:

Bagel Point, Inc.

ARTICLE 11

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 111

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE 1V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

441 S State Road 7 #15
Margate, Fl. 33068

and the initial registered agent of this corporation at the above address is:

Harvey Cooper

01 JAN -4 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE V

INITIAL PRINCIPAL OFFICE

The initial principal office of this corporation shall be:

441 S State Rd 7 #15
Margate, Fl. 33068

ARTICLE VI

DIRECTORS

This corporation shall have one director initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial Director of this corporation is:

Harvey Cooper
5730 NW 56th Place
Tamarac, Fl. 33319

ARTICLE VII

INCORPORATOR

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

Harvey Cooper
5730 NW 56th Place
Tamarac, Fl. 33319

ARTICLE VIII

POWERS

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

ARTICLE IX

INDEMNIFICATION

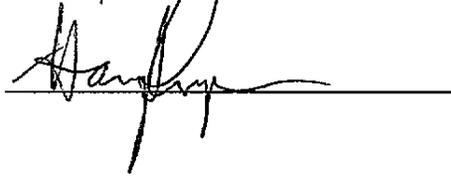
The corporation shall indemnify any director or officer or former director or officer to the full extent permitted by law.

ARTICLE X

AMENDMENT

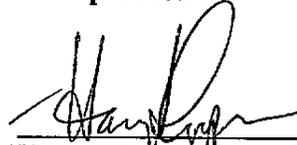
This Corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

In Witness whereof, the undersigned subscriber has executed these Articles of Incorporation on this 3 day of January, 2000.

A handwritten signature in black ink is written over a horizontal line. The signature is cursive and appears to be "H. Langley".

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.



Harvey Cooper
Registered Agent

FILED
01 JAN -4 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA