



Richard J. Hays, P.A.

ATTORNEY AT LAW

7200 WEST COMMERCIAL BOULEVARD
SUITE 207

LAUDERHILL, FLORIDA 33319

PHONE (954) 748-7902

FAX (954) 748-6058

P01000023437

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-03/02/01--01024--011
*****78.75 *****78.75

Dear Sir:

Enclosed please find check in the amount of \$78.75
together with original and one copy of Articles of
Incorporation for the following corporation:

WESTON BAGEL CORPORATION

Please send certified copy of same to the undersigned.

Sincerely,

RICHARD J. HAYS, P.A.

Richard J. Hays
Richard J. Hays

RJH:cbs/encls.

FILED
01 MAR -2 AM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-6-01
RJC

ARTICLES OF INCORPORATION

OF

WESTON BAGEL CORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: WESTON BAGEL CORPORATION

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TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

16335 N.W. 12th STREET
PEMBROKE PINES, FLORIDA 33028

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

\$1000.SHARES @ \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: ..

RUSSELL KWITKIN
16335 N.W. 12th STREET
PEMBROKE PINES, FLORIDA 33028

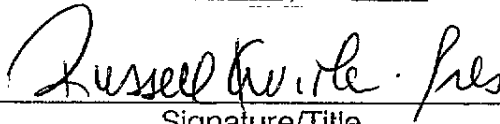
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

RUSSELL KWITKIN
16335 N.W. 12th STREET
PEMBROKE PINES, FLORIDA 33028

The undersigned has(have) executed these Articles of Incorporation this

20th day of FEBRUARY, 2001, 19 .



Signature/Title

Signature/Title

Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: WESTON BAGEL CORPORATION

2. The name and address of the registered agent and office is:

RUSSELL KWITKIN
(NAME)

16335 N.W. 12th STREET
(P.O. BOX NOT ACCEPTABLE)

PEMBROKE PINES, FLORIDA 33028
(CITY/STATE/ZIP)

01 MAR -2 PM 4:17
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE

Russell Kwitkin
(corporate officer)

TITLE

Pres

DATE

2/21/01

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Russell Kwitkin

DATE

2/21/01

REGISTERED AGENT FILING FEE: \$35.00