

PO2000051813

Umans  
1565 Forest Ave  
Winter Park, FL  
32789

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

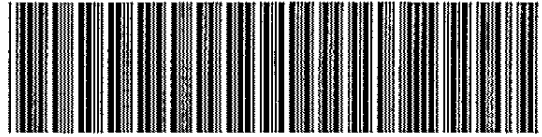
(Business Entity Name)

(Document Number)

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05/16/05--01013--008 \*\*43.75

FILED  
2005 MAY 16 PM 12:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dissolution  
if  
5-20-05

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State: THE ULTIMATE BAGEL, INC.

SECOND: The document number of the corporation (if known): P02000051813

THIRD: The date dissolution was authorized: 5/2/05
Effective date of dissolution if applicable: (no more than 90 days after dissolution file date)

FOURTH: Adoption of Dissolution (CHECK ONE)

[X] Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

[ ] Dissolution was approved by of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

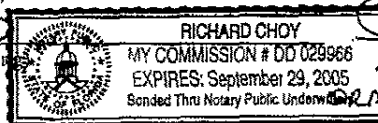
(voting group)

Signed this 13th day of MAY, 2005.

Signature: (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Stuart Omans (Typed or printed name of person signing)

Director (Title of person signing)



PROD. FL DL# 0552785402

RICHARD CHOY, TALLAHASSEE, FLORIDA

Filing Fee: \$35

enclosed - The ultimate Bagel, Inc. Articles of Incorporation filed 5/6/02.

FILED 2005 MAY 16 PM 12:48 SECRETARY OF STATE TALLAHASSEE FLORIDA