

**Electronic Articles of Incorporation
For**

P07000058520
FILED
May 15, 2007
Sec. Of State
jshivers

RISE AND SHINE BAGELS INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

RISE AND SHINE BAGELS INC

Article II

The principal place of business address:

1555 NE 37 PLACE
HOMESTEAD, FL. 33033

The mailing address of the corporation is:

1555 NE 37 PLACE
HOMESTEAD, FL. 33033

Article III

The purpose for which this corporation is organized is:

FAST FOOD RETAIL SALES

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

JEFFREY H CARRICK
1555 NE 37 PLACE
HOMESTEAD, FL. 33033

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JEFFREY H CARRICK

Article VI

The name and address of the incorporator is:

JEFFREY H CARRICK
1555 NE 37 PLACE

HOMESTEAD, FL 33033

Incorporator Signature: JEFFREY H CARRICK

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
SANNY JIMENEZ-CARRICK
1555 NE 37 PLACE
HOMESTEAD, FL. 33033

Title: VP
JEFFREY H CARRICK
1555 NE 37 PLACE
HOMESTEAD, FL. 33033

Article VIII

The effective date for this corporation shall be:

05/15/2007