

5-28-99

J. MARVIN GUTHRIE, P. A.

ATTORNEY AT LAW
1230 SOUTH MYRTLE AVENUE, SUITE 101
CLEARWATER, FLORIDA 33756

J. MARVIN GUTHRIE
BOARD CERTIFIED IN TAXATION

TELEPHONE
(727) 449-1600
TELECOPIER
(727) 449-0081

May 20, 2009

Department of State
Division of Corporations
Corporate Filings
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: East Coast Bagels, Inc.

Dear Sir or Madam:

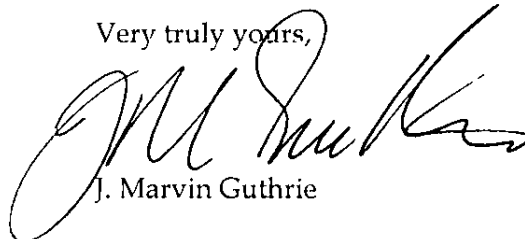
Enclosed herewith for filing are the Articles of Incorporation and designation of Registered Agent for the above-referenced corporation.

Also enclosed is this firm's check made payable to your order in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	<u>52.50</u>
	\$122.50

We would appreciate your forwarding the certified copy of the Articles to this office.

Very truly yours,



J. Marvin Guthrie

JMG:scd
Enclosures

**ARTICLES OF INCORPORATION
OF
EAST COAST BAGELS, INC.**

FILED
2009 MAY 27 P 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Article I.
Name.**

The name of this corporation shall be EAST COAST BAGELS, INC., and the initial principal office and mailing address of the corporation shall be 11303 Pocket Brook Drive, Tampa, FL 33635.

**Article II.
Purpose**

This corporation is organized to engage in any activity of business permitted under the laws of the United States or of this State.

**Article III.
Term of Existence**

This corporation shall begin existence as of the date of filing and shall exist perpetually.

**Article IV.
Capital Stock**

This corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value.

**Article V.
Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 16901 Filly Lane, Odessa, FL 33556 and the name of the initial registered agent of this corporation at that address is Emma Schwartz.

**Article VI.
Initial Board of Directors**

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Deolinda P. Cortez	11303 Pocket Brook Drive Tampa, FL 33635
Rui Cortez	11303 Pocket Brook Drive Tampa, FL 33635
Emma Schwartz	16901 Filly Lane Odessa, FL 33556

**Article VII.
Incorporators**

The names and addresses of the persons signing these Articles are:

Deolinda P. Cortez	11303 Pocket Brook Drive Tampa, FL 33635
Rui Cortez	11303 Pocket Brook Drive Tampa, FL 33635
Emma Schwartz	16901 Filly Lane Odessa, FL 33556

**Article VIII.
Indemnification**

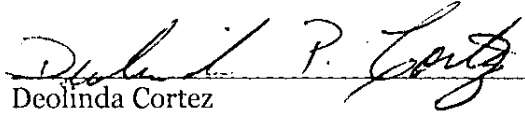
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

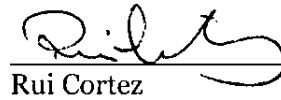
**Article IX.
Amendment**

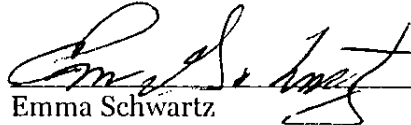
The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon

the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 19th day of May, A.D. 2009.


Deolinda Cortez


Rui Cortez


Emma Schwartz

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

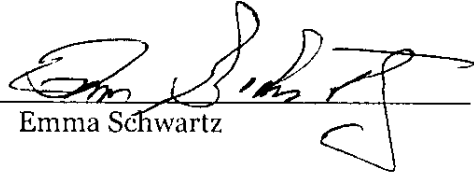
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That EAST COAST BAGELS, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Odessa, Florida, County of Hillsborough, State of Florida, has named EMMA SCHWARTZ, 16901 Filly Lane, Odessa, Florida 33556, County of Hillsborough, State of Florida, as its agent to accept service of process within this state.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

BY: _____

Emma Schwartz



FILED

2009 MAY 27 P 1:40

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**