

**Electronic Articles of Incorporation
For**

P09000069134
FILED
August 17, 2009
Sec. Of State
wcunningham

BEN'S BAGELS & BEYOND, 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:

BEN'S BAGELS & BEYOND, INC.

Article II

The principal place of business address:

7251 W. ATLANTIC AVENUE
DELRAY BEACH, FL. US 33446

The mailing address of the corporation is:

7251 W. ATLANTIC AVENUE
DELRAY BEACH, FL. US 33446

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

500 SHARES @ \$1.00 PAR

Article V

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

JOEL MARCUS CPA
676 WEST PROSPECT ROAD
FT. LAUDERDALE, FL. 33309

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

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Registered Agent Signature: JOEL MARCUS, CPA

Article VI

The name and address of the incorporator is:

DAVID KAMI
7251 W. ATLANTIC AVENUE

DELRAY BEACH, FL 33446

Incorporator Signature: DAVID KAMI

Article VII

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

Title: P
DAVID KAMI
7251 W. ATLANTIC AVENUE
DELRAY BEACH, FL. 33446 US