

**Electronic Articles of Incorporation
For**

P12000089388
FILED
October 23, 2012
Sec. Of State
jshivers

BROOKLYN WATER BAGEL NO. FSU, 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:

BROOKLYN WATER BAGEL NO. FSU, INC.

Article II

The principal place of business address:

5355 TOWN CENTER ROAD
702
BOCA RATON, FL. 33486

The mailing address of the corporation is:

5355 TOWN CENTER ROAD
702
BOCA RATON, FL. 33486

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:

10,000

Article V

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

JONATHAN D MORGENSTERN
5355 TOWN CENTER RD.
702
BOCA RATON, FL. 33486

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

Registered Agent Signature: JONATHAN D. MORGENSTERN

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Article VI

The name and address of the incorporator is:

JONATHAN D. MORGENSTERN
5355 TOWN CENTER ROAD
702
BOCA RATON, FL 33486

Electronic Signature of Incorporator: JONATHAN D. MORGENSTERN

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
FASSBERG M STEVEN
5355 TOWN CENTER ROAD, SUITE 702
BOCA RATON, FL. 33486

Title: SEC.
JONATHAN D MORGENSTERN
5355 TOWN CENTER ROAD, SUITE 702
BOCA RATON, FL. 33486

Article VIII

The effective date for this corporation shall be:

10/23/2012