

P950000 48047

FILED

95 JUN 20 PM 2:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAZARUS CORPORATE INDUSTRIES, INC.
(Requestor's Name)

890 S.W. 87 AVENUE, SUITE: 16
(Address)

MIAMI, FLORIDA 33174 (305)552-5973
(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

(904)385-6715

OFFICE USE ONLY

400001520444
-06/22/95--01041--012
****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PRESTIGE BAGELS INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

NANCY HENDRICKS JUN 20 1995

Examiner's Initials

ARTICLES OF INCORPORATION

FILED
95 JUL 20 PM 2 21
SECRET
TALLAH

ARTICLE I, NAME

The name of this Corporation is PRESTIGE BAGELS, INC.

ARTICLE II, NATURE OF BUSINESS

PRESTIGE BAGELS, INC. is organized for the purpose of transacting any lawful business for which corporations may be formed in Florida.

ARTICLE III, TERM OF EXISTENCE

The duration of PRESTIGE BAGELS, INC. is perpetual.

ARTICLE IV, CAPITAL STOCK

PRESTIGE BAGELS, INC. is authorized to issued 100 shares of common stock, par value \$1.00 per share.

ARTICLE V, ADDRESS

The Principle address ^{and} of the initial registered office of PRESTIGE BAGELS, INC. is:

891 SE 4th ST
HIALEAH, FL 33010

and the name of the initial registered agent of this corporation at this address is A. ESMERALDA CRUZ.

ARTICLES VI, INITIAL DIRECTORS

PRESTIGE BAGELS, INC. shall have three (3) director, and the number of directors may be changed as provided in the bylaws, but shall never be less than one. The name and addresses of the initial directors are:

JOSE M CRUZ
1329 SW 72nd AVE
MIAMI, FL 33144

PRESIDENT
DIRECTOR

FRANCISCO J. CRUZ
6280 NW 173rd ST APT 1205
MIAMI LAKES, FL 33015

VICE-PRESIDENT
DIRECTOR

A. ESMERALDA CRUZ
891 SE 4th ST
HIALEAH, FL 33010

SECRETARY/TREASURER
DIRECTOR

ARTICLE VII, INCORPORATORS

The name and addresses of the incorporator of this corporation are:

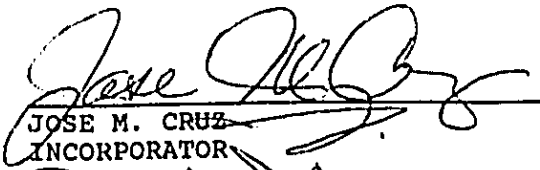
JOSE M CRUZ
1329 SW 72nd AVE
MIAMI, FL 33144

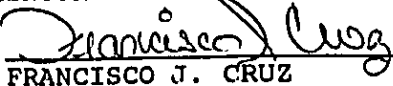
FRANCISCO J. CRUZ
6280 NW 173rd ST APT 1205
MIAMI LAKES, FL 33015

A. ESMERALDA CRUZ
891 SE 4th ST
HIALEAH, FL 33010

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of June 1995.

STATE OF FLORIDA)
COUNTY OF DADE)



JOSE M. CRUZ
INCORPORATOR


FRANCISCO J. CRUZ
INCORPORATOR


A. ESMERALDA CRUZ
INCORPORATOR

Before me, a notary public authorized take acknowledgements in the State and County seats above, personally appeared JOSE M. CRUZ, FRANCISCO J. CRUZ, & A. ESMERALDA CRUZ, known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16th day of June 1995.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



ANTONIO GARCIA
My Comm Exp. 1/09/99
Bonded By Service Ins
No. CC420891

☒ Personally Known ☐ Other ID

FILED
95 JUL 20 12 21
SEC
CLL

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: PRESTIGE BAGELS, INC.

2. The name and address of the registered agent and office is:

A. ESMERALDA CRUZ

891 SE 4th ST

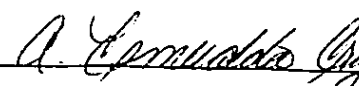
HIALEAH, FL 33010

SIGNATURE 

TITLE PRESIDENT

DATE June 16, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE June 16, 1995

P95000048047

MASTISSE BASICS

SES TO 275

HAIR 3300

OFFICE USE ONLY

800001624428
-10/31/95--01080--003
*****35.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
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OTHER FILINGS	
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<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
1995 NOV - 8 PM 3:23
TALLAHASSEE, FLORIDA

~~784-241-1111~~
11/15/95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED

1995 NOV -8 PM 3:23

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

November 3, 1995

PRESTIGE BAGELS, INC.
565 West 27th Street
Hialeah, FL 33010

SUBJECT: PRESTIGE BAGELS, INC.
Ref. Number: P95000048047

We have received your document for PRESTIGE BAGELS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please fill in the date of adoption.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 495A00049230

RECEIVED
95 NOV -8 PM 1:36
DIVISION OF CORPORATIONS

I am enclosing your letter to Prestige Bagels, Inc.

[Handwritten signature]

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

1995 NOV -8 PM 3:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PRESTIGE BASELS, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

ARTICLE VI ~~ARTICLE~~ DIRECTORS

JOSE M CRUZ
1339 SW 72 AVE
MIAMI, FL 33144

PRESIDENT
DIRECTOR

A. ESMERALDA CRUZ
891 SE 45T
MIAMI, FL 33130

VICE-PRESIDENT
SECRETARY/TREASURER

DELETE: FRANCISCO J. CRUZ
6280 NW 173 ST APT 1205
MIAMI LAKES, FL 33015

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

A. ESMERALDA CRUZ
JOSE M. CRUZ

51 1/2 SHARES
49 1/2 SHARES

THIRD: The date of each amendment's adoption: OCTOBER 26, 1995.

FOURTH: Adoption of Amendment(s) (check one)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 26 day of OCTOBER, 19 95.

Signature

[Signature]
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an Incorporator if adopted by the Incorporators)

A ESMERALDA OKUZ

Typed or printed name

INCORPORATOR

VICE PRESIDENT

Title

P95000048047

Requestor's Name

PRESTIGE BASELS
1689 W. 33 AVE
HIA FL 33012

500001803015
-05/01/96--01034--013
*****35.00 *****35.00

Office Use Only

NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SH 4/29

FILED
96 APR 26 AM 10:58
RECEIVED
96 FEB 21 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 29, 1996

Prestige Bagels
1689 W. 33 Pl.
Hialeah, FL 33012

SUBJECT: PRESTIGE BAGELS, INC.
Ref. Number: P95000048047

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Since the amendment was adopted by the incorporators, the person signing must be an incorporator. If A. Esmeralda Cruz is an incorporator, please list the title of Incorporator along with President under the signature.

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Steven Harris
Corporate Specialist

Letter Number: 996A00009040

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

PRESTISE BASELS INC

(present name)

FILED
96 APR 26 AM 10:58
TALLAHASSEE, FLORIDA
SECRETARY

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VI INITIAL DIRECTORS

A. ESMERALDA CRUZ
891 S E 4 STREET
HIALEAH, FL 33010

PRESIDENT
DIRECTOR
SECRETARY TREASURER

DELETE JOSE M. CRUZ
1329 S W. 72 AVE
MIAMI, FL 33144

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

A. ESMERALDA CRUZ 100% SHARES.

THIRD: The date of each amendment's adoption: FEB 21 1996.

FOURTH: Adoption of Amendment(s) (check one)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ (voting group)."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 21 day of FEBRUARY, 19 96.

Signature

A. Esmelalda Cruz
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an Incorporator if adopted by the Incorporators)

A. ESMERALDA CRUZ

Typed or printed name

PRESIDENT / DIRECTOR / SECRETARY / TREASURER /
Title
INCORPORATOR