

195000052431

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 322-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: MIAMI BAGEL KING, INC.
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MIAMI BAGEL KING, INC**

The undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of Chapter 607 of the Florida Statutes, hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME OF CORPORATION AND BUSINESS ADDRESS

The name and address of this corporation is:

**MIAMI BAGEL KING, INC
13750 Biscayne Blvd.
Miami, Fl. 33181**

ARTICLE II - NATURE OF BUSINESS AND INITIAL PURPOSE

This corporation may engage in any activity or business permitted under the Laws of the State of Florida and of the United States of America. This corporation is initially organized for the purpose **SALE OF COFFEE AND BAGELS**

ARTICLE III - CAPITAL STOCK

The aggregate number of shares that this corporation is authorized to have outstanding at any one time is 100 of no par (\$-0-)dollars par value common stock.

MICHAEL P. CHASE, ESQ.

2627 NE 203rd St., Ste. 205

N. Miami Beach, FL 33180

(305) 931-3418 FLA. BAR#022132

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ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation is:

LAWRENCE WEISER

13750 Biscayne Blvd.
Miami, Fl. 33181

ARTICLE V - INITIAL BOARD OF DIRECTORS AND SUBSCRIBER

This corporation shall have one (1) incorporator and one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial Director and Subscriber of this corporation is as follows:

LAWRENCE WEISER

13750 Biscayne Blvd.
Miami, Fl. 33181

ARTICLE VI - AMENDMENT

This 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 is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6 day of July 1995



LAWRENCE WEISER

Subscriber and Registered Agent

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STATE OF FLORIDA
COUNTY OF DADE

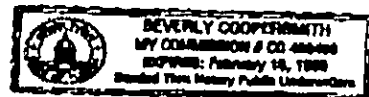
BEFORE ME, an officer duly authorized to take acknowledgments in the State and County set forth above, personally appeared LAWRENCE WEISER, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 6 day of July, 1995

Beverly Coopersmith
NOTARY PUBLIC, State of Florida

(Seal)

My commission expires:



ACCEPTANCE

I hereby accept designation as Registered Agent of the above named corporation.

Lawrence Weiser
LAWRENCE WEISER

Articles,inc

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In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That MIAMI BAGEL KING, INC.
(Name of Corporation)

desiring to organize under the laws of the State of Florida
(Florida)

with its principal office, as indicated in the articles of incorporation at City of Miami County

of Dade, State of Florida
(County) (State)

has named Lawrence Weiser
(Name of Resident Agent)

located at 13750 Biscayne Blvd.
(Street address and number of building,
Post Office Box address not acceptable)

City of Miami, County of Dade
(City) (County)

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Lawrence Weiser
Signature
Registered Agent
LAWRENCE WEISER

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