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TALLAHASSEE, FL 32301  
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BOB-342-8086

**CSC networks**  
PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000000

REFERENCE : 000000000000 0162A

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 100.00

ORDER DATE : July 7, 1995

ORDER TIME : 9:59 AM

ORDER NO. : 00000000

000000000000000000

CUSTOMER NO: 0162A

CUSTOMER: Barbara Buchanan, Legal Asst  
GRAY HARRIS & ROBINSON

S.E. Bank Building, Suite 1200  
201 E. Pine Street  
Orlando, FL 32801

DOMESTIC FILING

NAME: BAGEL BOYS OF ORLANDO, INC.

XXX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rogers

EXAMINER'S INITIALS:

JUL 7 1995 BSB

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ARTICLES OF INCORPORATION  
OF  
BAGEL BOYS OF ORLANDO, INC.

FILED  
JUL 17 1987

ARTICLE I - NAME

The name of this corporation is BAGEL BOYS OF ORLANDO, INC.

ARTICLE II - ADDRESS

The mailing address of the corporation is 201 East Pine Street, Suite 1200, Orlando, Florida 32801.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, and specifically to operate a fast-food restaurant for the sale of bagels and other food products and beverages of all types and kinds and to acquire and operate a franchise for such purposes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of \$1.00 par value common stock. The minimum amount of consideration to be received by the Corporation for its shares before it shall commence business is Two Hundred Dollars (\$200.00) in cash, or in property of equivalent value.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

201 East Pine Street, Suite 1200  
Orlando, FL 32801

The name of the initial registered agent of this corporation at that address shall be:

N. Scott Novell

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have two (2) directors 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).

B. The names and addresses of the initial directors and officers of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Mark J. Antor	310 Williams Street Greenville, NC 27858	Director President
David Richard Hindes	215 Torrey Pines Cary, NC 27513	Director Secretary/ Treasurer

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
N. Scott Novell	201 East Pine Street Suite 1200 Orlando, Florida 32801

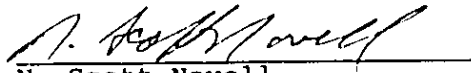
ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X - 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 6th day of July, 1995.

  
N. Scott Novell,  
Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 1995, by N. Scott Novell.

AFFIX NOTARY STAMP

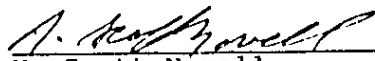
\_\_\_\_\_  
Signature of Notary Public

\_\_\_\_\_  
(Print Notary Name)  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_

☐ Personally known, or  
☐ Produced Identification  
Type of Identification Produced: \_\_\_\_\_

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of BAGEL BOYS OF ORLANDO, INC., I hereby accept and agree to act in this capacity.

  
N. Scott Novell

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