

# P9500071452

Secretary of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

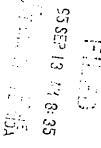
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## Dear Sirs:

Please find enclosed the Articles of Incorporation for B & B Pretzels Inc. and out 12-003 check in the amount of \$122.50 for the filing fee and certification. It you have \*\*\*\*122.50 any questions, please do not hesitate to give me a call at the below listed number. Thank you.

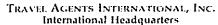
Sincerely,

'Roger E. Block

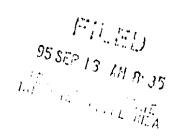












#### ARTICLES OF INCORPORATION

OF

B & B PRETZELS, INC.

## Article 1 - Name

The name of this corporation is & & B PRETZELS, INC.

## Articlo II - Principal Place of Business

The principal place of business of this corporation is 9887 Fourth Street North, Unit 237, St. Petersburg, Flutida 33702

#### Article III - Duration

This corporation shall exist for a perpetual period,

## Article IV - Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated.

## Article V - Capital Stock

This corporation is authorized to issue 10,000 shares of \$0.01 per value common stock.

## Article VI - Preferences, Limitations and Relative Rights of Shares of Capital Stock

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

# Article VII - Initial Renistered Office and Agent

The street address of the initial registered office of this corporation is 9887 Fourth Street North, Unit 237, St. Potersburg, Florida 33702, and the name of the initial registered agent of this corporation is Eugene A. Beny.

## Registered Agent's Acceptance:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By: Charle A Barr

# Article VIII - Initial Board of Directors

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial directors are:

Roger E. Block 2792 Heron Place Clearwater, FL 34622 Victoria M. Block 2792 Heron Place Clearwater, FL 34622

Eugene A. Berry 1740 Brightwaters Blvd., NE St. Petersburg, FL 33704 Barbara A. Berry 1740 Brightwaters Blvd., NE St. Petersburg, FL 33704

#### Article IX - Incorporator

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

Eugene A. Berry 1740 Brightwaters Blvd., NE St. Petersburg, FL 33704

# Article X - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

# Article XI - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### Article XII - Indomnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### Article XIII - 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 subscriber has executed these articles of incorporation this 21st day of August, 1995.

Eugene A Berry

STATE OF FLORIDA

COUNTY OF PINELLAS

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Eugene A. Berry, who is personally known to me or who has produced a Florida Driver's License as identification, and known by me to be the person who executed the foregoing articles of incorporation, and he 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 21st day of August, 1995.

Notary Public

My Commission Expires:

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JOAN F. SHARPE NOTARY PUBLIC. State Of Florida. My Commission Expires: August 13, 1998. Commission #CC 222315

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