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January 25, 1996

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

200001700832  
-01/29/96--01060--016  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir:

Enclosed please find check in the amount of \$122.50 together with original and one copy of Articles of Incorporation for the following corporation:

BAGEL BLAST, INC.

Please send certified copy of same to the undersigned.

Sincerely,

RICHARD J. HAYS, P.A.

*Richard J. Hays*  
Richard J. Hays

RJH:obs/encls.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN 29 AM 10:12

*gj/3/96*

ARTICLES OF INCORPORATION

OF

BAGEL BLAST, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JAN 29 AM 10:12

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BAGEL BLAST, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4525 North Pine Island Road  
Sunrise, FL 33351

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares @ \$10.00 par value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

FRAN BERNSTEIN  
4525 North Pine Island Road  
Sunrise, FL 33351

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

FRAN BERNSTEIN  
4525 North Pine Island Road  
Sunrise, FL 33351

The undersigned has(have) executed these Articles of Incorporation this

25th day of January, 19 96.

*Fran Bernstein*  
Signature/Title

FRAN BERNSTEIN, President

\_\_\_\_\_  
Signature/Title

\_\_\_\_\_  
Signature/Title

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

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: \_\_\_\_\_  
BAGEL BLAST, INC.

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

FRAN BERNSTEIN  
(NAME)  
4525 North Pine Island Road  
(P.O. BOX NOT ACCEPTABLE)  
Sunrise, Florida 33351  
(CITY/STATE/ZIP)

96 JUN 29 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA 32310

SIGNATURE *Fran Bernstein*  
(corporate officer)  
TITLE FRAN BERNSTEIN, President  
DATE January 25, 1996

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 *Fran Bernstein*  
FRAN BERNSTEIN  
DATE January 25, 1996

REGISTERED AGENT FILING FEE: \$35.00