

CORPORATION, INC.
1116-D THOMASVILLE
TALLAHASSEE, FL 32303

(904) 222-2888

Requestor's Name

Address

City/State/Zip

Phone #

7000011818177
-05/00/96--01049--003
Office Use Only *****70.00

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

1. The Bagel Machine, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time

5/8/96

☒ Certified Copy

☐ Mail out

☐ Will wait

5/8/96

☐ 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

FILED
66 MAY -8 PM 12:15
TALLAHASSEE, FLORIDA

66 MAY -8 PM 9:55
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

5/8/96

ARTICLES OF INCORPORATION
OF
THE BAGEL MACHINE, INC.

FILED
96 MAY -3 PM 12:15
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is The Bagel Machine, Inc.

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this corporation is:

3330 E. Atlantic Blvd.
Pompano Beach, FL 33062

ARTICLE 4 - INCORPORATOR(S)

The names(s) and street addresse(s) of the incorporator(s) to these Articles of Incorporation is(are):

Hal Peschansky
3330 E. Atlantic Blvd.
Pompano Beach, FL 33062

ARTICLE 5 - PRESIDENT

The initial President of the corporation shall be Gregory A. Baum whose address shall be the same as the principal office of the corporation.

ARTICLE 6 - CORPORATE CAPITALIZATION

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is ONE THOUSAND FIVE HUNDRED (1,000) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.

6.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

6.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or exchanging the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 7 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 8 - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE 9 - TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 10 - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Hal Peschansky
3330 E. Atlantic Blvd.
Pompano Beach, FL 33062

ARTICLE 11 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 12 - EFFECTIVE DATE

These Article of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 13 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 7th day of May, 1996.



Signature

Signature

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

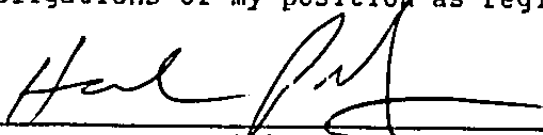
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: The Bagle Machine, Inc.
2. The name and address of the registered agent and office is:

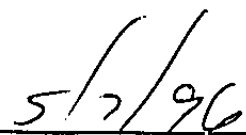
Hal Peschansky
3330 E. Atlantic Blvd.
Pompano Beach, FL 33062

(P.O. Box not acceptable)

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)

FILED
96 MAY -8 PM 12:16
SECRET
TALLAHASSEE, FLORIDA

Document Number Only

P96000039512

G.A. Baum

Requestor's Name

101 Briny Ave., Ste. 2701

Address

Fortano Beach, FL 33062

City

State

Zip

Phone

CORPORATION(S) NAME

800001986678--1

-10/25/96--0110--015

*****35.00 *****35.00

FILED
95 OCT 21 PM 2:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

☐ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☐ Walk In

☐ Will Wait

☐ Pick Up

☐ Mail Out

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (1-89)

10/21

John
Name
Change

ARTICLES OF AMENDMENT OF
THE BAGEL MACHINE, INC.


FILED
96 OCT 21 PM 12:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA


WHEREAS, the undersigned, being all of the board of directors and shareholders of THE BAGEL MACHINE, INC., after having convened and adopted a change in the name of the above corporation on October 17th, 1996, hereby file these Articles of Amendment adopting said change:

AMENDMENT

I (we), effective upon the filing of these Articles of Amendment with the Office of the Secretary of State, hereby amend the Articles of Incorporation changing the name of the above corporation to: PLANET BAGEL II, INC.

DATED: the 18th day of October, 1996.


Gregory A. Baum, Chairman


Gregory A. Baum, President