

996000040976  
TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

300001812808  
-05/08/96--01028--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: BRIELLE'S BAGELS, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: LAWRENCE M. FRAZER  
Name (printed or typed)

4074 WAIKIKI DR.  
Address

SARASOTA, FL 34241  
City, State & Zip

~~410-626-2866~~ 941-342-9066  
Daytime Telephone number

FILED  
95 MAY -7 AM 9:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAY 14 1996

NOTE: Please provide the original and one copy of the articles.

## ARTICLES OF INCORPORATION

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:

BRIELLE'S BAGELS, INC.

FILED  
MAY - 7 AM 9:21  
SARASOTA, FLORIDA  
STATE SECRETARY OF REVENUE

### ARTICLE II PRINCIPAL OFFICE

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

SARASOTA COMMONS SHOPPING CENTER  
935 N. BENEVA ROAD #701  
SARASOTA, FL 34232

### ARTICLE III SHARES

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

10,000

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

LAWRENCE M. FRAZER  
4074 WAIKIKI DR.  
SARASOTA, FL 34241

ARTICLE V INCORPORATOR(S)

See Instructions for officers/directors

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

ALFRED COOK } 95 ATKINS TERRACE  
ALICE J. COOK } E. RUTHERFORD, NJ  
07073

CINDY A. FRAZER } ~~95 ATKINS TERRACE~~  
LAWRENCE M. FRAZER } ~~E. RUTHERFORD NJ~~  
07073  
4074 WAIKIKI DR.  
TARASOTA, FL  
34241

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

5th day of May, 19 96.

(An additional article must be added if an effective date is requested.)

Lawrence M. Frazer  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF  
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: BRIELLE'S BAGELS, INC.

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

LAWRENCE M. FRAZER  
(NAME)

4074 WAIKIKI DR.  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

SARASOTA, FL 34241  
(CITY/STATE/ZIP)

FILED  
MAY - 7 11 96  
TALLAHASSEE, FLORIDA

*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.*

Lawrence M. Frazer  
(SIGNATURE)

5/7/96  
(DATE)