

996000044260

May 15, 1996

4170001826634
-05/17/96--01047--019
****122.50 ****122.50

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

Re: Ben's Bread Shop, Inc.

Dear Sir:

Enclosed are the Articles of Incorporation for the above
referenced corporation and remittance in the amount of \$ 122.50.

Kindly process the articles and return a copy to our office at
your earliest convenience.

Thank you for your prompt attention.

Sincerely,

Dortha L. Reid

Dortha L. Reid

DLR/ms

Enclosure

FILED
96 MAY 17 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL MAY 23 1996

FILED

96 MAY 17 PM 3:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
BEN'S BREAD SHOP, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

Article I

The name of this corporation is Ben's Bread Shop, Inc. The principal office and mailing address of the corporation are: 9038 Edgewater Drive, Clermont, Florida, 34711.

Article II

The duration of the corporation is perpetual.

Article III

The general purpose of the corporation is to engage in and to transact all business which is lawful under the laws of the United States of America and the State of Florida.

Article IV

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000) shares. All such shares shall be of a single common class. Each share shall have a par value of one dollar (\$1.00).

Article V

The street address of the initial registered office of this corporation is 9038 Edgewater Drive, Clermont, Florida, 34711, and the name of its initial registered agent at that address is John Davis, III.

Article VI

The number of directors constituting the initial board of directors of the corporation is one. The number of directors may be increased or decreased from time to time in accordance with the corporation's bylaws but shall never be less than one. The name and address of the initial director is John Davis, III, 9038 Edgewater Drive, Clermont, Florida, 34711.

FILED

96 MAY 17 PM 3:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VII

The name and address of the incorporator is John Davis, III,
9038 Edgewater Drive, Clermont, Florida 34711.

Article VIII

The corporation reserves the right to amend or repeal any
provision contained in these Articles of Incorporation or any
amendment to them.

IN WITNESS WHEREOF, the undersigned has signed these
Articles of Incorporation on this 13th day of May, 1996.


John Davis, III

Acceptance of Designation
Registered Agent/Registered Office

I, the undersigned person, having been named as registered
agent to accept service of process for the above stated
corporation at the place designated in this statement, 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.


John Davis, III

Dated: May 13, 1996