

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

800-342-8086

P96000087704

**CSC networks**

PROFESSIONAL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 127804 167721A

AUTHORIZATION : *Patricia Pizutek*

COST LIMIT : \$ 70.00

ORDER DATE : October 22, 1996

ORDER TIME : 11:02 AM

ORDER NO. : 127804-005

CUSTOMER NO: 167721A

500001984855--0

CUSTOMER: Mr. Yehiskel U. Sherbani  
MR. YEHISKEL URI SHERBANI

7174 S.w. 117 Avenue

Miami, FL 33183

DOMESTIC FILING

NAME: SUNSET BAGELS AND DELI INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Thelmon Washington

EXAMINER'S INITIALS:

FILED  
96 OCT 24 AM 11:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 OCT 24 AM 9 16  
DIVISION OF CORPORATION

1024.96  
KR

ARTICLES OF INCORPORATION  
OF  
SUNSET BAGELS AND DELI INC.

FILED  
96 OCT 24 AM 11:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SUNSET BAGELS AND DELI INC.

The address of the principal office of this corporation shall be 7174 Southwest 117 Avenue, Miami, Florida 33183, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have Two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Yehiskel Uri Sherbani Dir.	7174 Southwest 117 Avenue Miami, Florida 33183
Ester Monica Sherbani Dir.	7174 Southwest 117 Avenue Miami, Florida 33183

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Yehiskel Uri Sherbani Pres./Sec.	7174 Southwest 117 Avenue Miami, Florida 33183
Ester Monica Sherbani Vice Pres.	7174 Southwest 117 Avenue Miami, Florida 33183

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on October 23, 1996.

Deborah D. Skipper  
It's Agent, Deborah D. Skipper  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Deborah D. Skipper  
It's Agent, Deborah D. Skipper  
Authorized Service Representative  
Corporation Service Company

DBC/THW

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA