

1201 HAYS STREET
TALLAHASSEE, FL 32301-2901
904-222-0171
TAX

P96000088974



PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000032

REFERENCE : 134533 10587A

AUTHORIZATION : Patricia Pizutti

COST LIMIT : \$ 70.00

ORDER DATE : October 28, 1996

ORDER TIME : 1:13 PM

ORDER NO. : 134533-005

CUSTOMER NO: 10587A

400001988334--3

CUSTOMER: Richard Ehrlich, Esq
EHRlich & FREEDMAN

Suite 501
3300 University Drive
Coral Springs, FL 33065

DOMESTIC FILING

NAME: A & G BAGELS ENTERPRISES, 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: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
95 OCT 29 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT 29 PM 10:33
DIVISION OF CORPORATION

10-29-96
KR

ARTICLES OF INCORPORATION
OF
A & G BAGELS ENTERPRISES, INC.

FILED
95 OCT 29 PM 2:14
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:

A & G BAGELS ENTERPRISES, INC.

The address of the principal office of this corporation shall be 7134 Nob Hill Road, Tamarac, Florida 33321, 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 100 shares of common stock having \$1.00 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. 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:

Anita Kaplan
Pres.

7134 Nob Hill Road
Tamarac, Florida 33321

Gary Fosburg
V.Pres.

Falls Circle Drive
Lauderhill, Florida 33319

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on October 28, 1996.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

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.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

DWL

FILED
96 OCT 29 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA