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Flaster Koppel and Bates

A Partnership of Professional Associations

INTERCONTINENTAL BANK BUILDING 8211 W. BROWARD BLVD., SUITE 230 PLANTATION, FL 33324 (954) 370-7713 • FAX (954) 370-7849

LAWRENCE MICHAEL FLASTER DOUGLAS L. BATES WAYNE S. KOPPEL PLANTATION, FL 33324 370-7713 • FAX (954) 370-7849 96 DEC -9 PN 2: 34
SECKETARY OF STATE
TALLAHASSEE, FLORIDA

December 5, 1996

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

1 00002024241--7 -12/10/96--01039--007 ****122.50 ****122.50

Re: SUN RISE BAGEL, INC.

Dear Sir or Madam:

Enclosed are the original and two copies of the Articles of Incorporation, including Registered Agent form, of the above proposed corporation, together with our check in the amount of \$122.50.

Please return the certified copy to the attention of the undersigned at this office.

If you have any questions with reference to the filing of these Articles of Incorporation, please call me before returning the enclosures to this office.

Thank you for your consideration.

Very truly yours,

WAYNES KOPPEL

WSK:sab Enclosures as stated

ne 12/11/96

ARTICLES OF INCORPORATION

OF

SUN RISE BAGEL, INC.

ARTICLE 1

The name of this Corporation shall be SUN RISE BAGEL, INC.

ARTICLE II

This Corporation shall begin upon the filing of these Articles and shall have perpetual existence.

ARTICLE III

The name and address of the initial registered agent and office are:

WAYNE S. KOPPEL, ESQUIRE 8211 W. Broward Boulevard, Suite 230 Plantation, FL 33324

ARTICLE IV

The purpose of the Corporation is to engage in any lawful business or activity.

ARTICLE Y

This Corporation is authorized to issue one thousand (1000) shares of .001 dollar par value Common Stock.

ARTICLE VI

The name and address of the incorporator is:

WILLIAM RADEKA 12703 NW 15 Street Sunrise, FL 33323

ARTICLE VII

The names and addresses of the initial directors and officers are:

WILLIAM RADEKA, President/Director 12703 NW 15 Street Sunrise, FL 33323

WENDY RADEKA, Vice President/Director 12703 NW 15 Street Sunrise, FL 33323

ARTICLE VIII

The corporation's principal office shall be at 12703 NW 15 Street, Sunrise, Florida, 33323, and the corporation's mailing address shall be that same address.

(Signature of Notary/Clerk)

Printed Name Pullic

(Title or Rank)

(Serial NOTARY SEAL (Serial NUMBES KOPPE) NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CCA18420 MY COMMISSION EXP. JAN. 1,1999

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That SUN RISE BAGEL, INC., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at City of Sunrise, County of Broward, State of Florida, has named WAYNES. KOPPEL, ESQUIRE, located at 8211 W. Broward Blvd., Suite 230, City of Plantation, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

WAYNE SKOPPEL

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