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797000075598

Charter Number Only

FILED
97 SEP -2 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VALIDATION ONLY

8/26/97 Terry E.

Keith C. Levarity

Requestor's Name

10735 NW 7 Ave.

Address

Miami FL 33168

City

State

ZIP

Phone

754-7799

300002278303--6

-08/27/97--01005--028

****122.50 ****122.50

CORPORATION(S) NAME

City Soft Doughnuts, Inc.



Empire Toll Free: 1-800-432-3028

☒ Profit

() NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent

☒ Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

☒ Walk In

() Will Wait

☒ Pick Up

() Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified Copy

W97-19860
P.O.

K. Rolfo SEP 2 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 27, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: CITY SOFT DOUGHNUTS, INC.
Ref. Number: W97000019860

We have received your document for CITY SOFT DOUGHNUTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 397A00043167

07 SEP -2 11:10:03
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

CITY SOFT DOUGHNUTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation to be formed under the provisions of the laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation, to be filed with the Secretary of State of the State of Florida:

ARTICLE ONE

The name of the corporation shall be CITY SOFT DOUGHNUTS, INC.
Address: 10789 Nashville DR.
Cooper City, FL 33020

ARTICLE TWO

The Corporation shall have perpetual existence, unless sooner terminated according to law. The corporate existence shall commence immediately.

ARTICLE THREE

The general purposes for which the corporation is organized are:

- a) To sell doughnuts; and
- b) To engage in any lawful activity, trade or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE FOUR

The aggregate number of shares of capital stock that the corporation shall have the authority to issue is 100 shares, with a par value of \$1.00 per share. The shares of the corporation are not to be divided into classes, nor is the corporation authorized to issue shares in series.

ARTICLE FIVE

The name and street address of the initial registered agent and the registered office of the corporation are as follows:

TERRY ELLIOTT
4101 N.W. 17th Avenue
Miami, Florida 33147

This is also the mailing address of the corporation.

The corporation shall have the privilege of opening branch offices at an other place within or without the State of Florida, and the Board of Directors may from time to time move the principal office to another address in Florida, pursuant to the procedures prescribed by law.

ARTICLE SIX

The initial Board of Directors of the corporation shall consist of one member who shall serve until his successors are elected and qualified at the first annual meeting of stockholders.

The name and address of the initial Board of Directors is as follows:

TERRY ELLIOTT
4101 N.W. 17th Avenue
Miami, Florida 33147

The Board of Directors consisting of not less than one (1) nor more than seven (7) members shall be elected at the first annual meeting of stockholders and at each annual meeting thereafter. Unless otherwise provided by law, the entire voting power to elect Directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares of common stock with voting rights of the corporation.

ARTICLE SEVEN

The following named individuals shall be the Officers of the corporation for the first year of its existence, or until their successors are elected by the Board of Directors:

TERRY ELLIOTT, President
4101 N.W. 17th Avenue
Miami, Florida 33147

ARTICLE EIGHT

The corporation shall have all the powers enumerated for a corporation under the laws of the State of Florida.

ARTICLE NINE

The corporation shall indemnify and hold harmless any and all of its Directors and Officers to the full extent permitted by law.

ARTICLE TEN

The name and address of the incorporator is as follows:

TERRY ELLIOTT
4101 N.W. 17th Avenue
Miami, Florida 33147

ARTICLE ELEVEN

The corporation specifically reserves the right to amend, alter or repeal any or all provisions contained in these Articles in the manner now or hereafter prescribed by law.

IN WITNESSED WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, on the 26 day of August, 1997, and does hereby certify that the facts and matters hereinabove set forth are true and correct to the best of his knowledge and belief.


TERRY ELLIOTT

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named Registered Agent to accept service of process for CITY SOFT DOUGHNUTS, at the place designated in the Articles of Incorporation hereinabove set forth, I hereby agree to act in this capacity; and further agree to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a Registered Agent.


TERRY ELLIOTT

STATE OF FLORIDA)
COUNTY OF DADE)

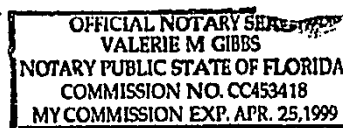
BEFORE ME, the undersigned authority, personally appeared TERRY ELLIOTT, to me well known to be the person described in and who subscribed these Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have set my hand and official seal at Miami, Dade County, Florida, this 26 day of August, 1997.

Valerie M. Gibbs
Notary Public

Valerie M. Gibbs
Printed Notary Signature

My commission expires:



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TALLAHASSEE, FLORIDA