

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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\*\*\*490.00 \*\*\*122.50

Bagel Dudes of Lee County  
Restaurant, Inc

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

RP  
12-12-97

ARTICLES OF INCORPORATION

OF

BAGEL DUDES OF LEE COUNTY RESTAURANTS, INC.

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These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida General Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

ARTICLE I. NAME.

The name of this corporation shall be Bagel Dudes of Lee County Restaurants, Inc.

ARTICLE II. DURATION.

The corporation shall commence upon filing of these Articles and shall have perpetual existence thereafter.

ARTICLE III. PURPOSE.

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida General Corporation Act, as the same may be from time to time amended.

ARTICLE IV. CAPITAL STRUCTURE.

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be 10,000 shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

ARTICLE V. INITIAL REGISTERED AGENT & OFFICE.

The name of the initial registered agent of the corporation

at its initial registered office, and the street address of its initial registered office, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
David L. Ward	2231 First Street Fort Myers, Florida 33901

#### ARTICLE VI. DIRECTORS.

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The corporation shall have two (2) directors initially, and the name and address of the initial directors are as follows:

Michael Dirk Atherton	6160-1 Topaz Court Fort Myers, Florida 33912
Douglas W. Burford	6160-1 Topaz Court Fort Myers, Florida 33912

#### ARTICLE VII. INITIAL PRINCIPAL OFFICE

The initial principal location of the Corporation shall be:

6160-1 Topaz Court  
Fort Myers, FL 33912

#### ARTICLE VIII. PREEMPTIVE RIGHTS.

Every shareholder, upon the issuance by the corporation of authorized but unissued shares of stock of the corporation (other than the original issue of shares of stock to subscribers) or

upon the issuance by the corporation of treasury stock, shall have the right to purchase a pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is issued to others.

#### ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

#### ARTICLE X. INCORPORATORS

The name and the address of the person signing these Articles of Incorporation is as follows:

Michael Dirk Atherton

6160-1 Topaz Court  
Fort Myers, Florida 33912

IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused his hand and seal to be set this 9th day of December, 1997.

  
\_\_\_\_\_  
Michael Dirk Atherton

STATE OF FLORIDA     )

COUNTY OF LEE         )

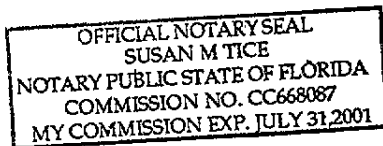
Before me personally appeared Michael Dirk Atherton, known to me to be the individual described in and who executed the foregoing, or who provided Fla Drivers License as identification

and he acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named above this 9th day of December, 1997.

Susan M. Tice  
Notary Public

My Commission Expires:



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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in this certificate, I hereby accept the appointment and agree to act in this capacity and to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.

David L. Ward  
Registered Agent