

P980000011017

FEB 04 1998

NO.974 P.1/3

2/04/98
9:14 AM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H98000002318 7))

TO: DIVISION OF CORPORATIONS
(850) 922-4001

FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH
PHONE: (212) 431-5000
(212) 431-1441

FAX #:

NAME: PREMIUM PRETZELS OF AMERICA, INC.

AUDIT NUMBER.....H98000002318

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

FILED
98 FEB -4 AM 9:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. McKnight FEB 04 1998

H98000002318

ARTICLES OF INCORPORATION
OF
PREMIUM PRETZELS OF AMERICA, INC.

FILED
98 FEB -4 AM 9:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **PREMIUM PRETZELS OF AMERICA, INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 40 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 4976 Bocaire Blvd., Boca Raton, FL 33487 and the name of its initial registered agent at such address is Barry Hamerling .
6. The number of directors constituting the initial board of directors is one and the name and address of each person who is to serve as a member thereof is as follows:

F. William Joynt, 55 South Manning Blvd., Albany, NY 12203

7. The name and address of the sole incorporator is: **ROBERT ARATINGI** , c/o BlumbergExcelsior Corporate Services, Inc., 62 White Street, 2nd Floor, New York, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 01/27/98

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000


ROBERT ARATINGI
Sole Incorporator

H98000002318

H98000002318

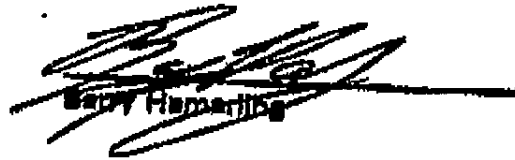
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of PREMIUM
PRETZELS OF AMERICA, INC., the within named corporation.

Dated: 1/28/98



GARY HAMMERLING

FILED

98 FEB -4 AM 9:47

SECRETARY OF STATE
TALLAHASSEE FLORIDA

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000

H98000002318