

P98000104720

Florida Department of State
Division of Corporations
Public Access System
Sandra B. Mortham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H98000023490 9))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FILED
98 DEC 17 PM 12: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

KANE & BAGEL, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

Handwritten signature and date: 12/17/98

H98000023490

5

CERTIFICATE OF INCORPORATION
OF

KANE & BAGEL, INC.

FILED
98 DEC 17 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby make, subscribe and acknowledge this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I - NAME AND DURATION

The name of the Corporation shall be: KANE & BAGEL, INC., and its existence shall be perpetual.

ARTICLE II - PURPOSE

The general nature of the business to be transacted shall be: sale of bagels and other foods, and to invest in property of any kind, operate businesses, lend money, and to have all other powers provided by the Laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The Capital Stock of the Corporation shall consist of ONE HUNDRED (100) Shares, FIVE AND NO/100 (\$5.00) DOLLARS par value.

PREPARED BY:

GEORGE J. BLUTSTEIN, ESQ.
#501-20801 Biscayne Blvd.
Aventura, FL 33180
Florida Bar No. 007081
(305) 935-3500

H98000023490

H98000023490

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: #501-20801 Biscayne Blvd., Aventura, FL 33180, and the name of the initial Registered Agent of this Corporation at that address is: GEORGE J. BLUTSTEIN.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS

The principal place of business for the corporation is: 2451 S. University Drive, Davie, FL 33324.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1) and the name and address of the initial director(s) of this Corporation is:

RICHARD KANE

2451 S. University Drive
Davie, FL 33324

ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles is:

GEORGE J. BLUTSTEIN
#501-20801 Biscayne Blvd
Aventura, FL 33180

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

H98000023490

H98000023490

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16 day of Dec., 1998.

[Signature]
Subscriber

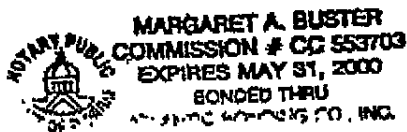
STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, in the State and County aforesaid this 16 day of Dec., 1998.

Margaret Buster
Notary Public, State of Florida

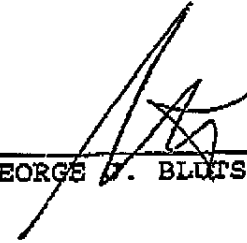
My commission expires:



H98000023490

H98000023490

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



GEORGE V. BLUSTEIN

DATED: This 16 day of Dec, 1998.

FILED
98 DEC 17 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000023490