

Division of Corporations

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

From: Account Name : BEATRIZ M. CAPOTE, P.A.
Account Number : F19990000052
Phone : (305) 374-1555
Fax Number : (305) 374-0908

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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FLORIDA PROFIT CORPORATION OR P.A.

B & G DONUTS II, INC.

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**ARTICLES OF INCORPORATION OF
B & G DONUTS II, INC.**

**ARTICLE I
NAME**

The name of the Corporation is **B & G DONUTS II, INC.**

**ARTICLE II
DURATION**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

**ARTICLE IV
PRINCIPAL OFFICE**

The principal office of the corporation is: **41 Burning Tree Drive, Southington, CT 06489.**

**ARTICLE V
MAILING ADDRESS**

The mailing address of the corporation is: **41 Burning Tree Drive, Southington, CT 06489.**

**ARTICLE VI
CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

Beatriz M. Capote, P.A.
1101 Brickell Avenue, 17th Floor
Miami, Florida 33131
(305) 374-1555
Florida Bar No. 0820725
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**ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of this Corporation is **1101 Brickell Avenue, 17th Floor, Miami, FL 33131**, and the name of the initial Registered Agent of this Corporation at that address is **BEATRIZ M. CAPOTE**.

**ARTICLE VIII
INCORPORATOR**

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

<u>Name</u>	<u>Address</u>
BEATRIZ M. CAPOTE	1101 Brickell Ave., 17th Floor Miami, FL 33131

**ARTICLE IX
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

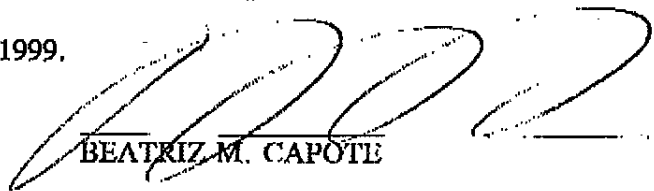
**ARTICLE X
AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

**ARTICLE XI
EFFECTIVE DATE**

This Corporation is effective as of June 16, 1999.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of June, 1999.



BEATRIZ M. CAPOTE

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STATE OF FLORIDA:
COUNTY OF MIAMI-DADE:

I HEREBY CERTIFY that on this 16th day of June, 1999, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, BEATRIZ M. CAPOTE, who is personally known to me.

Kristine Xayas
NOTARY PUBLIC, State of Florida
Print Name: KRISTINE XAYAS

My Commission Expires:



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

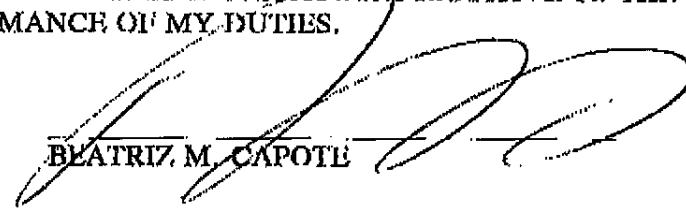
IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

THAT B & G DONUTS II, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER
THE LAWS OF THE STATE OF FLORIDA, HAS NAMED BEATRIZ M. CAPOTE,
LOCATED AT 1101 BRICKELL AVENUE, 17TH FLOOR, MIAMI, FLORIDA, 33131,
ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF
FLORIDA.


BEATRIZ M. CAPOTE, Incorporator

DATE: 6-16-99

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 THE CAPACITY OF REGISTERED AGENT, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.


BEATRIZ M. CAPOTE

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