



THE UNITED STATES  
CORPORATION  
COMPANY

PA99000062298

99 JUL -9 PM 4: 15

ACCOUNT NO. : 072100000032

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REFERENCE : 292706 7187887

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

ORDER DATE : June 30, 1999

ORDER TIME : 3:56 PM

ORDER NO. : 292706-005

700002926897--9

CUSTOMER NO: 7187887

CUSTOMER: Mr. Adam Seplowe  
THE BAGEL OUTLET INC.  
THE BAGEL OUTLET INC.  
8802 Rocky Creek Drive

Tampa, FL 33615

DOMESTIC FILING

NAME: *new* BAGEL'S INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

PA 7/13/99 ✓

W11-15803

RECEIVED

99 JUL -9 AM 9:11

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 9, 1999

CSC NETWORKS  
1201 HAYS ST  
TALLAHASSEE, FL 32301

SUBJECT: BAGEL'S INC.  
Ref. Number: W99000015803

We have received your document for BAGEL'S INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 099A00035612

**RESUBMIT**  
Please give original  
submission date as file date.

RECEIVED  
99 JUL 13 PM 2:32

FILED

99 JUL -9 PM 4: 16

ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NEW BAGEL'S INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NEW BAGEL'S INC.

The address of the principal office of this corporation shall be 8802 Rocky Creek Drive, Tampa, Florida 33615, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 35111 U.S. Highway 19 N. #203, Palm Harbor, Florida 34683, and the name of the initial registered agent of the corporation at that address is Kenneth R. Teplitz.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Adam Seplowe

11629 Fox Creek  
Tampa, Florida 33635

Michael A. Pelusio

334 Myrtle Court  
Palm Harbor, Florida 34683

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation: —

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on July 8, 1999.

Laura R. Dunlap  
Its Agent, Laura R. Dunlap  
Incorporator —

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

Kenneth R. Teplitz, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

BAGEL'S INC.

Kenneth R. Teplitz is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Typed Name: Kenneth R. Teplitz