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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 21, 1999

FILINGS INC

TALLAHASSEE, FL

SUBJECT: BREAD COMPANY ONE, INC.
Ref. Number: W99000016836

RECEIVED
99 JUL 22 AM 11:48
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for BREAD COMPANY ONE, INC.. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 299A00037412

ARTICLES OF INCORPORATION
OF
THE KARATE KID ENTERPRISES Inc.

ARTICLE I—NAME

The name of this corporation is THE KARATE KID ENTERPRISES
Inc.

ARTICLE II—DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III—PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business in Florida.

ARTICLE IV—CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V—PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI—INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2645 Parkview Drive, Hallandale, Florida 33009, and the name of the initial registered agent of this corporation at that address is IRWIN ANGER.

ARTICLE VII—INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director(s) constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name(s) and address(es) of the initial Board of Directors of the corporation is:

IRWIN ANGER
2645 Parkview Drive
Hallandale, Florida 33009

99 JUL 22 PM 4:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLE VIII—INCORPORATORS

The name and address of the Incorporator signing these articles is: IRWIN ANGER.

ARTICLE IX—INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X—AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 19 day of JULY, 1999.

By Irwin Anger
Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Irwin Anger, President of THE KARATE KID ENTERPRISES Inc., known to be and 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 set my hand and seal in the State and County above, this 19 day of July, 1999.

Steven M. Baker
NOTARY PUBLIC, State of Florida
at Large



Steven M Baker
My Commission CC815180
Expires March 7 2003

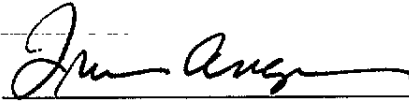
My commission expires:

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that THE KARATE KID ENTERPRISES Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2645 Parkview Drive, Hallandale Florida 33009, has named Irwin Anger, located at 2645 Parkview Drive, Hallandale Florida 33009 as its agent to accept service of process within Florida.

Dated: July 19, 1999



IRWIN ANGER, Incorporator

Having been named to accept service of process for the above named 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 the proper performance of my duties.

By 

Irwin Anger, President
Registered Agent

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