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ARTICLES OF INCORPORATION  
OF  
KLINGLER'S EUROPEAN BAKE SHOP & DELI, INC.

1. The name of the corporation is Klingler's European Bake Shop & Deli, Inc.

2. The period of its duration is perpetual.

3. The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, including, but not limited to, the preparation, purchase, sale, and distribution of breads, pastries, cakes, pies, sandwiches, salads, and food of all kinds for human consumption.

4. The aggregate number of shares of capital stock which the corporation shall have authority to issue is 1,000 shares of common stock, par value \$1.00 per share.

5. The location and mailing address of the initial registered office of the corporation are 1140 9th Street, N.W., Alabaster, Alabama 35007 and the name of its initial registered agent at such address is Irmgard H. Middleton.

6. The number of directors constituting the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as the directors until the first annual meeting of shareholders and until their successors are elected and shall qualify are as follows:

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	<u>Name</u>	<u>Address</u>
	Irmgard H. Middleton	P. O. Box 668 Alabaster, AL 35007
	Richard E. Middleton	P. O. Box 668 Alabaster, AL 35007

7. The name and address of the incorporator of the corporation are Richard T. Davis, 425 First Alabama Bank Bldg., Birmingham, Alabama 35203.

8. Each shareholder shall have a preemptive right to purchase shares of any class of capital stock of the corporation, including treasury shares.

9. The corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases by the corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the corporation available therefor.

Richard T. Davis  
Leitman, Siegal, Wayne & Campbell  
417- No 20th St.  
425 First Al. Bldg.

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10. The corporation shall have and may exercise any and all powers which a corporation incorporated under the Alabama Business Corporation Act may have and exercise. Without in any way limiting the foregoing, this corporation shall have the power to endorse, or otherwise guarantee, or become a surety with respect to, or obligate itself for, or without becoming liable therefor, nevertheless, to pledge or mortgage all or any part of its properties to secure the payment of the principal of, and interest on, or either thereof, any bonds, including construction or performance bonds, debentures, notes, scrip, coupons, contracts or other obligations or evidences of indebtedness, or the performance of any contract, lease, construction, performance or other bond, mortgage, or obligation of any other corporation or association, domestic or foreign, or of any firm, partnership, joint venture, or other person whatsoever, in which this corporation may have a lawful interest, or on account of, or with respect to, any transaction in which this corporation shall receive any lawful consideration, advantage or benefit, on any account whatsoever. Irrespective of any other profit, consideration, if any, irrespective of the relative net worth of the corporations, associations, or persons involved, and of the relative amounts of obligations involved, this corporation shall be deemed to have a lawful interest in any corporation, association, or person (A) which owns stock in this corporation, or (B) which owns stock in another corporation, which owns stock in this corporation, or (C) in which this corporation owns stock, or (D) in which another corporation owns stock which also owns stock in this corporation, or (E) in which any one or more persons who own stock in this corporation also own stock, or (F) which or who has entered into any contractual arrangement pursuant to which any such corporation or person undertakes corresponding or like obligations of endorsement, guarantee, or suretyship, with respect to all or any such obligations, evidences of indebtedness, or contracts of this corporation, or which may engage with this corporation, in the conduct of any joint venture or enterprise, or in the use of common facilities or services.

The undersigned, acting as incorporator of the corporation named herein in accordance with the Alabama Business Corporation Act, executes these Articles of Incorporation this 1st day of September, 1987.

*Richard T. Davis*  
RICHARD T. DAVIS



# STATE OF ALABAMA

I, Glen Browder, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, the corporate name Klingler's European Bake Shop & Deli, Inc. is reserved

as available based only upon an examination of the corporation records on file in this office for the exclusive use of Klingler's European Bake Shop & Deli, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is Shelby. I further certify that as set out in the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

August 25, 1987- expires 12-24-87

Date

*Glen Browder*

Glen Browder

Secretary of State

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# State of Alabama

SHELBY

# County

## CERTIFICATE OF INCORPORATION

OF

KLINGLER'S EUROPEAN BAKE SHOP & DELI, INC.

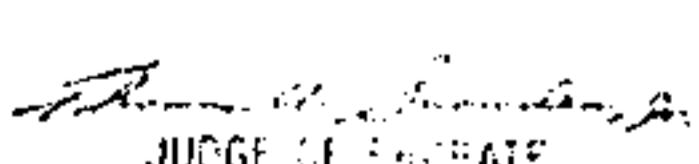
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The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of KLINGLER'S EUROPEAN BAKE SHOP & DELI, INC., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of KLINGLER'S EUROPEAN BAKE SHOP & DELI, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 3rd day of SEPTEMBER, 1987.

STATE OF ALA. SHELBY CO.  
I CERTIFY THIS  
INSTRUMENT WAS FILED

1987 SEP - 3 AM 8:29

  
JUDGE OF PROBATE

  
Judge of Probate

1. Recording Fee \$ 35.00

2. Filing Fee 1.00

TOTAL \$ 36.00