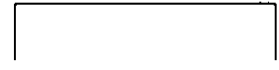




State of Rhode Island
Department of State - Business Services Division



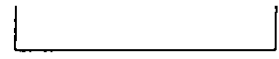
Certificate of Correction

DOMESTIC or FOREIGN Business Corporation

→ Filing Fee: \$50.00

RECEIVED
R.I. DEPT. OF STATE
BUS. SVCS. DIV.
FOR SECRETARY OF STATE USE ONLY
2023 DEC 28 A 11:24

Pursuant to the provisions of RIGL 7-1.2-105 the undersigned corporation hereby submits the following Certificate of Correction:



1. Entity ID Number: 001749763	2. The name of the corporation is: Bagel Boys, Inc.
3. The document to be corrected is: Articles of Incorporation	4. The date the document being corrected was originally filed: December 14, 2022
5. Specify the inaccurate record of the corporate action or the defective or erroneous execution, seal or acknowledgment: Article VII was not completed to show a future effective date of January 1, 2023 <p style="text-align: right;">Check the box to indicate an attachment <input type="checkbox"/></p>	
6. The new corrected portion of the document states as follows: Article VII - These Articles of Incorporation shall be effective on January 1, 2023 <p style="text-align: right;">Check the box to indicate an attachment <input type="checkbox"/></p>	
7. The corrected document MUST be attached to this certificate.	
8. As required by RIGL <u>7-1.2-105</u> , the entity has paid all fees and taxes.	

MAIL TO:
Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

FILED
DEC 28 2023
BY ML/VF2JC
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11:24

9. Under penalty of perjury, I declare and affirm that I have examined this Certificate of Correction, including any accompanying attachments, and that all statements contained herein are true and correct.

Type or Print Name of Authorized Officer of the Corporation

Matthew Barry

Date

12/28/2023

Signature of Authorized Officer of the Corporation

Matthew Barry



State of Rhode Island
 Department of State - Business Services Division



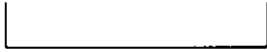
Articles of Incorporation

DOMESTIC Business Corporation

→ Filing Fee: \$230.00 minimum

RECEIVED
 R.I. DEPT. OF STATE
 BUS. SERVICES DIV.

2023 DEC 28 A 11: 24



The undersigned, acting as incorporator(s) of the corporation under RIGL 7-1.2-202, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is:
Bagel Boys, Inc.

Check if this a close corporation pursuant to RIGL 7-1.2-1701 of the General Laws, 1956, as amended.

2. The total number of shares which the corporation has the authority to issue is:
(Unless otherwise stated, all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

Total Authorized Shares (Number of Shares)	Class of Stock	Par Value Per Share
500	Common	No Par
_____	_____	_____
_____	_____	_____
_____	_____	_____

If you desire, you may include a statement of all or any of the designations and the power, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them which are permitted by the provisions of RIGL 7-1.2. State any provisions here *(optional)*: Check the box to indicate an attachment

3. The name and address of the initial registered agent/office in Rhode Island is:

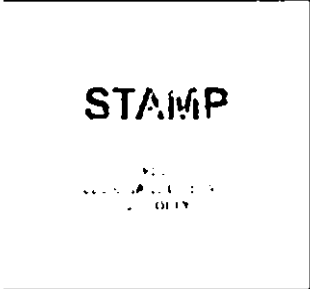
Agent Name **MICHAEL P LYNCH**

Street Address (NOT a P.O. Box) **117 HIGH STREET, STE 2**

City/Town WESTERLY	State RHODE ISLAND	Zip Code 02891
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4. The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with RIGL 7-1.2.

MAIL TO:
 Division of Business Services
 148 W. River Street, Providence, Rhode Island 02904-2615
 Phone: (401) 222-3040
 Website: www.sos.ri.gov



5. Additional provisions, if any, not inconsistent with RIGL 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

SEE ATTACHED

Check the box to indicate an attachment

6. The name and address of each incorporator is:

Name MICHAEL P LYNCH	Address 117 HIGH STREET	
City/Town WESTERLY	State RI	Zip Code 02891
Name	Address	
City/Town	State	Zip Code
Name	Address	
City/Town	State	Zip Code

7. Date when these Articles of Incorporation will be effective: **CHECK ONE BOX ONLY**

Date received (Upon filing) _____

Later effective date (Date must be no more than 90 days from the date of filing) JANUARY 1, 2023

8. Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Type or Print Name of Incorporator MICHAEL P LYNCH	Date 12/14/2023
Signature of Incorporator	
Type or Print Name of Incorporator	Date
Signature of Incorporator	
Type or Print Name of Incorporator	Date
Signature of Incorporator	

ATTACHMENT
ARTICLE V

THE SALE OR TRANSFER OF STOCK HELD BY ANY SHAREHOLDER SHALL BE SUBJECT TO THE FOLLOWING PROVISIONS: A SHAREHOLDER DESIRING TO DISPOSE OF, OR TRANSFER, HIS/HER STOCK, AS AFORESAID, SHALL FIRST OFFER SUCH STOCK FOR SALE TO THE CORPORATION, AT THE LOWEST PRICE AT WHICH HE/SHE IS WILLING TO SELL THE SAME. IF FOR ANY REASON THE CORPORATION IS UNABLE TO, OR FAILS TO PURCHASE SUCH STOCK, SUCH STOCK SHALL BE OFFERED TO THE OTHER SHAREHOLDERS OF RECORD IN PROPORTION TO THE NUMBER OF SHARES THEY HOLD FOR A PERIOD OF THIRTY (30) DAYS, AT A PRICE NO LOWER THAN THAT AT WHICH IT WAS FIRST OFFERED TO THE CORPORATION. IF THE REMAINING SHAREHOLDERS SHALL ELECT NOT TO PURCHASE SAID STOCK, THE SHAREHOLDER SHALL BE AT LIBERTY TO SELL HIS/HER STOCK TO ANY OTHER PARTY AT A PRICE NOT LESS THAN THE PRICE AT WHICH IT WAS FIRST OFFERED TO THE CORPORATION AND TO THE REMAINING SHAREHOLDERS. THIS SECTION SHALL ALSO APPLY TO GIFTS, SALES OR TRANSFERS BY A STOCKHOLDER TO MEMBERS OF HIS/HER IMMEDIATE FAMILY. THE SAID COMMON STOCK WITHOUT PAR VALUE OF THIS CORPORATION MAY BE ISSUED FOR CASH, PERSONAL, AND REAL PROPERTY, TANGIBLE OR INTANGIBLE PROPERTY, OR OTHER CONSIDERATION AS MAY BE FIXED BY A MAJORITY OF THE STOCKHOLDERS.



State of Rhode Island
Department of State | Office of the Secretary of State
Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this
office on this day:

December 28, 2023 11:24 AM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore
Secretary of State

