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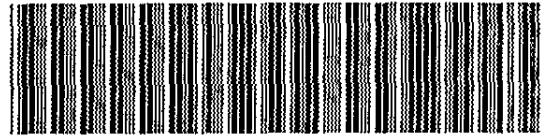
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TALLAHASSEE, FLORIDA

LAW OFFICES  
**MONTELLO & KENNEY, P.A.**

777 BRICKELL AVENUE  
SUITE 1070  
MIAMI, FLORIDA 33131  
TELEPHONE (305) 373-0300  
FAX (305) 373-3739

November 4, 2002

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

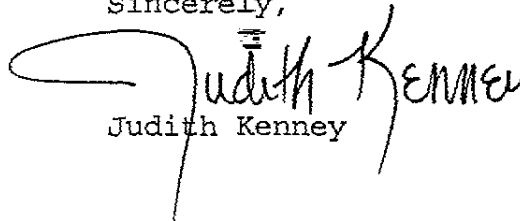
Re: Coffee Network, L.L.C. (the "Company")

Ladies and Gentlemen:

Enclosed for filing please find two original sets of the Company's Articles of Organization along with our check in the amount of \$125.00.

If you have any questions, please call.

Sincerely,

  
Judith Kenney

Enclosures

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOV -6 PM 12:00

FILED

ARTICLES OF ORGANIZATION  
OF  
COFFEE NETWORK, L.L.C.

ARTICLE I

NAME

The name of the limited liability company shall be:

COFFEE NETWORK, L.L.C.

ARTICLE II

EXISTENCE AND DURATION

The existence of the limited liability company shall commence immediately upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE III

PURPOSE

This limited liability company is organized for the purpose of engaging in any and all businesses and activities permitted by the laws of the State of Florida, which business activities may include owning, holding, improving, using, dealing in, managing, selling, mortgaging, pledging, leasing, exchanging, transferring and disposing of property, both real and personal and wherever situated, and shall have all powers necessary or convenient to effect any or all of the purposes for which the company is organized.

ARTICLE IV

PRINCIPAL OFFICE

The mailing address and the street address of the principal office of this limited liability company shall be 777 Brickell Avenue, Suite 1010, Miami, Florida 33131.

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TALLAHASSEE, FLORIDA

ARTICLE V

INITIAL REGISTERED AGENT

The initial registered agent and street address of the initial registered agent of the limited liability company shall be:

Gerald Wood  
Coffee Network L.L.C.  
777 Brickell Avenue, Suite 1010  
Miami, Florida 33131.

ARTICLE VI

MANAGEMENT

This company will be managed by a manager who will serve until his successor is elected and qualified. The name and address of the manager is:

Raul Henriquez  
777 Brickell Avenue  
Suite 1010  
Miami, Florida 33131.

The undersigned, being the authorized representative of the member of the limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of COFFEE NETWORK, L.L.C.

Executed by the undersigned at Miami, Florida this 4<sup>th</sup> day of November, 2002.



Judith Kenney, Authorized Representative  
of Raul Henriquez, Manager

ACKNOWLEDGMENT

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF MIAMI-DADE )

The foregoing was acknowledged before me this 4<sup>th</sup> day of November, 2002, by Judith Kenney, as Authorized Representative of

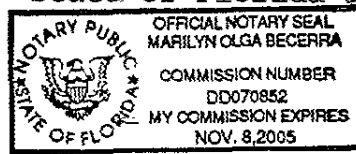
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Raul Henriquez, Manager of Coffee Network L.L.C. Judith Kenney is personally known to me and did not take an oath.

Witness my hand and official seal in the County and State last aforesaid this 4<sup>th</sup> day of November, 2002.

*Marilyn Olga Becerra*

Notary Public  
State of Florida at Large



My commission expires:

FILED  
02 NOV -6 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of COFFEE NETWORK, L.L.C., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by the Florida Statutes upon registered agents.

Dated this 4<sup>th</sup> day of November, 2002.

*Gerald Wood*

Gerald Wood  
Registered Agent