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ACCOUNT NO. : 072100000032
REFERENCE : 720838 4303929
AUTHORIZATION :
COST LIMIT : \$ 70.00

ORDER DATE : February 26, 1998
ORDER TIME : 10:25 AM
ORDER NO. : 720838-005
CUSTOMER NO: 4303929
CUSTOMER: Ms. Yolanda Rodriguez
GREENBERG TRAUIG
1221 Brickell Avenue
Miami, FL 33131

Patricia Poynt

800002441438--7

DOMESTIC FILING

NAME: COFFEE RESOURCES, 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: Daniel W Leggett
EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 1:08

DIVISION OF REGISTRATION
98 FEB 26 AM 10:33
26/98

ARTICLES OF INCORPORATION
OF
COFFEE RESOURCES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 1:08

ARTICLE I

The name of the corporation is COFFEE RESOURCES, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o Felipe Isaza, 4150 Hardie Avenue, Miami, Florida 33133.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$.01	common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the board of directors or persons authorized to do so by the Corporation's bylaws; or
- (2) If the holders of not less than 50 percent of the shares entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 1201 Hays Street, Florida, 32301, City of Tallahassee, County of Leon, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the members of the initial Board of Directors who are to serve as the Corporation's director until his successors are duly elected and qualified are:

Felipe Isaza
4150 Hardie Avenue
Miami, Florida 33133

Ines Ulloa
4150 Hardie Avenue
Miami, Florida 33133

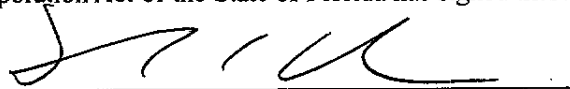
ARTICLE VII

The name of the Incorporator is Fernando C. Alonso and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this __ day of February, 1998.



Fernando C. Alonso
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of COFFEE RESOURCES, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

CORPORATION SERVICE COMPANY

By: 
Registered Agent

Karen B. Rozar, As Its Agent

DATED: February 26, 1997.

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8 FEB 26 PM 1:08