

P98000046919

Richard J. Dodd, P.A.
8337 Buena Vista Road
Fort, Myers, FL 33912-2678

City/State/Zip

Phone #

000002523190--3

-05/14/98-01043-020

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
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 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
 98 MAY 27 AM 7:52
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

~~1198-11214~~

Examiner's Initials

9/15-27-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 18, 1998

RICHARD J. DODD, P.A.
8337 BUENA VISTA ROAD
FORT MYERS, FL 33912-2678

SUBJECT: ESPRESSO CAFE, INC.
Ref. Number: W98000011214

We have received your document for ESPRESSO CAFE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6878.

John Nedeau
Document Specialist

Letter Number: 798A00027533

ARTICLES OF INCORPORATION
OF
ESPRESSO CAFÉ OF LEE COUNTY, INC.

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98 MAY 27 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby agree to become a corporation for profit under the provisions of Chapter 607, Florida Statutes, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on corporations pursuant to the provisions thereof, and does hereby make, subscribe, certify, acknowledge and file these Articles of Incorporation as follows:

ARTICLE I

The nature of the business and objects and purposes to be transacted and carried on by this corporation is to conduct a Retail Coffee Shop Business related activities and to do any and all of the things as fully and to the same extent as natural persons might or could do in all parts of the world. The corporation may engage in any activity or business permitted under the laws of the United States or of this State.

No contract or other transaction between the corporation or any other corporation, shall be effected or invalidated by the fact that any one or more of the stockholders of this corporation is or are interested in, or is a stockholder or officer or are stockholders or officers of such other corporations, and any stockholder or stockholders or officer of offices, individually or jointly may be a party or parties to, or interested in any contract or transaction of this corporation, or in which this corporation is interested in and no contract, act or transaction of this corporation with any person or persons, firms or corporations shall be effected or invalidated by the fact that any stockholder or stockholders of this corporation is a party to or are parties to or are interested in such contract, act, transaction, or in any way connected with such person or persons, firms or associations, and each and every person who may become a stockholder of this corporation is hereby relieved from any and all liabilities that might otherwise exist from contracting with the corporation for the benefit of himself or any firm or corporation in which he may be in anywise be interested.

ARTICLE II

The name of the corporation shall be :

ESPRESSO CAFÉ OF LEE COUNTY, INC.

ARTICLE III

The authorized capital stock of this corporation shall be one thousand (1000) shares with a par value of one dollar (\$1.00) per share.

ARTICLE IV

The principal place of business of this corporation shall be :

1414 Bayview Court
Fort Myers, FL 33901

ARTICLE V

The business of the corporation shall be managed and conducted by a Board of Directors of not less than one (1) nor more than two (3) members as from time to time are determined by the stockholders, or by the directors, in accordance with the by-laws of the corporation. The initial Board of Directors shall be composed of one director, and the name and address of the director is as follows :

Gary L. Philbrick
2566 2nd Street
Matlacha, FL 33909

ARTICLE VI

The street address of the initial registered office of this corporation is :
1414 Bayview Ct., Fort Myers, FL 33901 and the name and address of the initial registered agent of this corporation is :

Gary L. Philbrick
2566 2nd Street
Matlacha, FL 33909

ARTICLE VII

The name and address of the person forming this corporation is :

Gary L. Philbrick
2566 2nd Street
Matlacha, FL 33909

ARTICLE VIII

The annual meeting of the stockholders shall be held at the office of the corporation on the second Monday in July of each and every year. The executive officers of this corporation shall be a President, a Secretary, a Treasurer, and at the option of the stockholders, one or more Vice-Presidents. The office of any one or more may be held by the same person. Such executive officers shall be elected by the stockholders at each

annual meeting as aforesaid. The stockholders shall have the power to fill any vacancy in any office.

ARTICLE IX

The first meeting of the incorporated and stockholders for the purpose of organizing and adopting By-Laws and election of officers shall be held at the office of the corporation.

IN WITNESS WHEREOF, the party hereto has hereunto set his hand and seal this 21st day of May, 1998.



Gary L. Philbrick / Incorporator

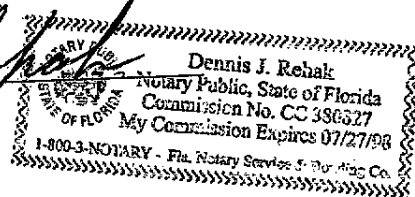
STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal at Lee and State and County
this 21 day of MAY, 1998.




Notary Public




**CERTIFICATION OF PLACE OF BUSINESS
AND DESIGNATION OF RESIDENT AGENT**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: That Gary L. Philbrick desires to organize under the laws of the State of Florida, with principal place of business as indicated in the Articles of Incorporation located in Fort Myers, Lee County, Florida has named Gary L. Philbrick its agent to accept service of process in this and designated said address as the Registered Office.


Gary L. Philbrick

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept act in this capacity and to comply with the provisions of said act relative to keeping said office open.


Gary L. Philbrick

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA