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FRAZIER, HOTTE & ASSOCIATES, P.A.

ATTORNEYS AT LAW

ROBERT W. FRAZIER, Jr., Esq.
JOHN F. HOTTE, Esq.

Of Counsel:
Me DANIEL HOTTE*, LLL
*admitted to practice
only in the Province
of Quebec, Canada

April 6, 2000

Secretary of State
State of Florida
Division of Corporation
The Capitol
Tallahassee, Florida 32302

VIA FEDERAL EXPRESS

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IN RE: CAFFÉ VITA COFFEE CO., a Florida corporation

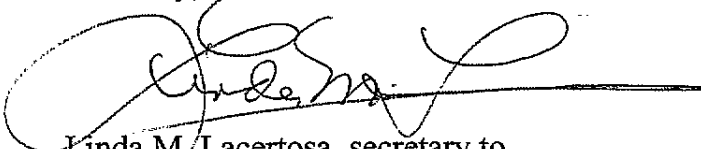
Gentlemen:

Enclosed herewith please find duplicate original Articles of Incorporation for CAFFÉ VITA CO., together with our check in the amount of \$87.50, which represents \$70.00 for filing fee, \$8.75 for certified copy of the Articles and \$8.75 for a Certificate of Incorporation.

Please return a certified copy of the Articles, after filing, to the undersigned.

Should you require further assistance, or if you might have any questions or comments regarding the foregoing, please do not hesitate to contact me.

Sincerely,



Linda M. Lacertosa, secretary to
ROBERT W. FRAZIER, JR., ESQ.

lrl:encl.

FILED
00 APR -7 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN APR 12 2000

ARTICLES OF INCORPORATION

OF

CAFFÉ VITA COFFEE CO.

FILED
00 APR -7 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CAFFÉ VITA COFFEE CO.

The address of the principal office of this corporation shall be 209 South West 2nd Avenue, Fort Lauderdale, Florida 33301 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

The purpose of this Corporation is the operation of a limited or full service restaurant and/or restaurant/lounge serving the general public and to engage or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308 and the name

of the initial registered agent of this Corporation at this address is Robert W. Frazier, Jr., Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two directors, initially, The names and street addresses of the initial members of the Board of Directors are:

Gregory Centineo
10572 Buttonwood Lake Drive
Boca Raton, Florida 33498

Larry Gluckman
21894 Lake Forest Circle
Boca Raton, Florida 33433

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successors are appointed or elected is:

President: Gregory Centineo
10572 Buttonwood Lake Drive
Boca Raton, Florida 33498

Vice President: Larry Gluckman
21894 Lake Forest Circle
Boca Raton, Florida 33433

Secretary: Kellee Centineo
10572 Buttonwood Lake Drive
Boca Raton, Florida 33498


Treasurer: Gregory Centineo
10572 Buttonwood Lake Drive
Boca Raton, Florida 33498

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Gregory Centineo
10572 Buttonwood Lake Drive
Boca Raton, Florida 33498

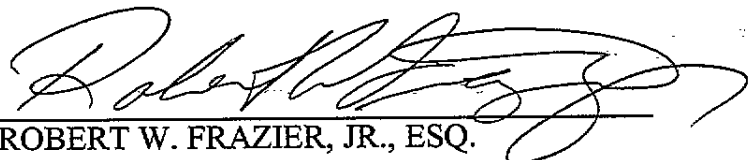
IN WITNESS WHEREOF, the undersigned has hereunto set his hand on this
6 day of April, 2000.



GREGORY CENTINEO

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

I, ROBERT W. FRAZIER, JR., ESQ., having a place of business at 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308 and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



ROBERT W. FRAZIER, JR., ESQ.