

PROPOSAL 048595
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-05/12/00--01128--006
*****78.75 *****78.75

SUBJECT: Kona Coffee Connection, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Tanya L. Wickersham
Name (Printed or typed)

918 Hammock Shade Drive
Address

Lakeland, Florida 33809
City, State & Zip

(863) 859-7632
Daytime Telephone number

FILED
00 MAY 12 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

5-16
WCC

Articles of Incorporation of

Kona Coffee Connection, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporators of a corporation pursuant to chapter 607, Florida Statutes, adopt(s) the following Articles of Incorporation for such corporation:

Article I.

The name of the corporation is Kona Coffee Connection, Inc.

Article II.

The principle office of the corporation shall be located at 918 Hammock Shade Drive in the city of Lakeland, County of Polk, state of Florida, 33809. The mailing address of the corporation shall be the same as that of the physical address. The corporation may have other such offices either within or without the state of Florida, as the Board of Directors may designate or as the business of the corporation may require from time to time.

Article III.

The Florida street address of the initial registered office of the corporation is 918 Hammock Shade Drive, Lakeland, Florida 33809. The initial registered agent of the corporation is Tanya Wickersham.

Article IV.

The aggregate number of shares that the corporation shall have the authority to issue is 100,000 shares of Capital Stock with a par value of one penny (\$0.01).

The shares of the corporation are not to be divided into classes.

Article V.

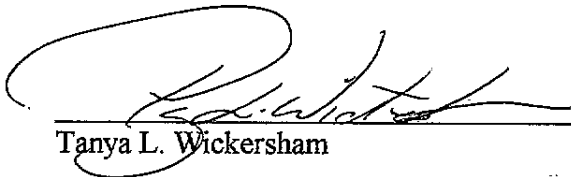
The names and addresses of the initial incorporators are as follows:

<u>Name</u>	<u>Address</u>
Joseph M. Russo	918 Hammock Shade Drive Lakeland, Fl. 33809
Elizabeth L. Russo	918 Hammock Shade Drive Lakeland, Fl. 33809
Michael J. Wickersham	918 Hammock Shade Drive Lakeland, Fl. 33809
Tanya L. Wickersham	918 Hammock Shade Drive Lakeland Fl. 33809

Article VI.

The holders of the capital stock of this corporation shall have preemptive rights to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors/Officers, such shares of stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (authorized and issued) by the corporation. The preemptive right of any shareholder is determined by the ratio of the authorized (authorized and issued) shares of capital stock held by the holder to all shares of capital stock currently authorized (authorized and issued).

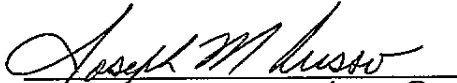
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as the registered agent and agree to act in this capacity



Tanya L. Wickersham

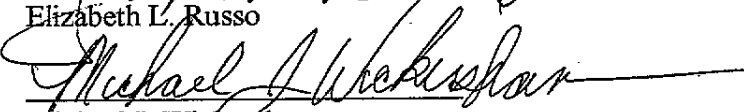
5-10-2000
Date

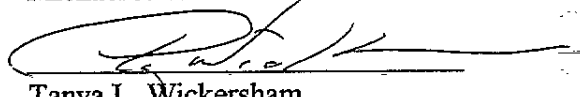
FILED
00 MAY 12 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, THE UNDERSIGNED has (have) made and subscribed these articles of incorporation on the 10th day of May, 2000.


Joseph M. Russo


Elizabeth L. Russo


Michael J. Wickersham


Tanya L. Wickersham

Incorporators(s)

State of Florida
County of Polk