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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

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Caffe' Pascucci Torrefazione USA Corp.



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☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

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**ARTICLES OF INCORPORATION OF  
CAFFE' PASCUCCI TORREFAZIONE USA CORP.  
(PASCUCCI COFFEE SHOP USA CORP.)**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation shall be CAFFE' PASCUCCI TORREFAZIONE USA CORP.

**ARTICLE II - PURPOSE AND DURATION**

The Corporation shall exist perpetually, and is organized to engage in any business permitted by the laws of the State of Florida, and any of the other states, as well as the federal laws of the U.S.A.

**ARTICLE III - CAPITAL STOCK**

The Corporation shall have authority to issue 5,000 shares of one class of common stock of \$1.00 par value.

**ARTICLE IV - PRINCIPAL OFFICE**

The mailing address of the principal office of the corporation shall be 800 SE 3rd Avenue, Suite 301, Ft. Lauderdale, FL 33316.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The registered agent shall be MARK J. LABATE, whose street address is 800 SE 3rd Avenue Suite 301, Fort Lauderdale, FL 33316.

**ARTICLE VI - INCORPORATOR**

The name of the incorporator is MARK J. LABATE, whose street address is 800 S.E. 3rd Avenue, Suite 301, Ft. Lauderdale, Florida 33316.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The initial board of directors shall consist of two (2) persons, whose names and street addresses are:

ALBERTO PASCUCCI

800 SE 3rd Avenue, Suite 301  
Ft. Lauderdale, FL 33316

MARIO PASCUCCI

800 SE 3rd Avenue, Suite 301  
Ft. Lauderdale, FL 33316

**ARTICLE VIII- BY LAWS**

The initial bylaws of this corporation shall be adopted by the initial Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors may not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically state that such bylaw is not subject to amendment or repeal by the Board of Directors.

**ARTICLE IX AMENDMENTS**

The shareholders reserve the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has set forth his hand and seal this 24<sup>th</sup> day of May, 2000.

  
MARK J. LABATE/Incorporator

**DESIGNATION OF AND ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT OF CAFFE' PASCUCCI TORREFAZIONE USA CORP.**

CAFFE' PASCUCCI TORREFAZIONE USA CORP. by and through its sole incorporator, MARK J. LABATE, hereby designates MARK J. LABATE as its initial registered agent, and designates his office, whose street address is 800 SE 3rd Avenue, Suite 301, Ft. Lauderdale, Florida 33316, as the initial registered office of the corporation.

  
MARK J. LABATE/Incorporator

I, MARK J. LABATE, being familiar with the obligations and responsibilities of a registered agent of a corporation, hereby accept the same.

  
MARK J. LABATE/  
Registered Agent  
☐

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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