

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations

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From:

Account Name : WESLEY M. ROBINSON, PROFESSIONAL ASSOCIATION

Account Number : 075512003036

Phone : (305) 377-3352

Fax Number : (305) 377-1422

FLORIDA PROFIT CORPORATION OR P.A.

Cafe2, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
CAFE2, INC.**

The undersigned, desiring to form a corporation (the "Corporation") under the laws of Florida, hereby adopts the following Articles of Incorporation effective August 4, 2000:

**ARTICLE I  
CORPORATE NAME**

The name of the Corporation is Cafe2, Inc.

**ARTICLE II  
PURPOSE**

The Corporation shall be organized for any and all purposes authorized under the laws of the State of Florida.

**ARTICLE III  
PERIOD OF EXISTENCE**

The period during which the Corporation shall continue is perpetual.

**ARTICLE IV  
SHARES**

The capital stock of this corporation shall consist of 30,000,000 shares of common stock, \$.001 par value.

**ARTICLE V  
PLACE OF BUSINESS**

The initial principal place of business and mailing address of this corporation in the State of Florida shall be 501 Brickell Key Drive, Suite 504, Miami, FL 33131. The Board of Directors may at any time and from time to time move the principal office of this corporation.

**ARTICLE VI  
DIRECTORS AND OFFICERS**

The business of this corporation shall be managed by its Board of Directors. The number of such directors shall be not be less than one (1) and, subject to such minimum may be increased or decreased from time to time in the manner provided in the By-Laws. The number of

Osmond C. Howe, Jr., Esq.  
501 Brickell Key Drive, Suite 504  
Miami, Florida 33131  
Telephone No. (305) 377-1012  
Bar No. 097220

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persons constituting the initial Board of Directors shall be one (1). The Board of Directors shall be elected by the Stockholders of the corporation at such time and in such manner as provided in the By-Laws. The name and address of the initial Board of Director are as follows:

Osmond C. Howe, Jr.  
501 Brickell Key Drive, Suite 504  
Miami, FL 33131

Initial Director

#### **ARTICLE VII DENIAL OF PREEMPTIVE RIGHTS**

No shareholder shall have any right to acquire shares or other securities of the Corporation except to the extent such right may be granted by an amendment to these Articles of Incorporation or by a resolution of the Board of Directors.

#### **ARTICLE VIII BYLAWS**

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the By-Laws.

#### **ARTICLE IX LIABILITY AND INDEMNIFICATION OF DIRECTORS AND OFFICERS**

To the fullest extent permitted by law, no director or officer of the Corporation shall be personally liable to the Corporation or its shareholders for damages for breach of any duty owed to the Corporation or its shareholders. In addition, the Corporation shall have the power, in its By-Laws or in any resolution of its stockholders or directors, to undertake to indemnify the officers and directors of this corporation against any contingency or peril as may be determined to be in the best interests of this corporation, and in conjunction therewith, to procure, at this corporation's expense, policies of insurance.

#### **ARTICLE X AMENDMENT**

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

Osmond C. Howe, Jr., Esq.  
501 Brickell Key Drive, Suite 504  
Miami, Florida 33131  
Telephone No. (305) 377-1012  
Bar No. 097220

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**ARTICLE XI  
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as incorporator are:

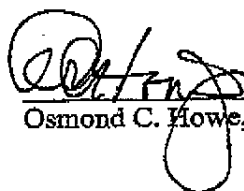
Osmond C. Howe, Jr.  
501 Brickell Key Drive, Suite 504  
Miami, FL 33131

**ARTICLE XII  
REGISTERED AGENT**

The name and Florida street address of the initial registered agent of this corporation are:

Osmond C. Howe, Jr.  
501 Brickell Key Drive, Suite 504  
Miami, FL 33131

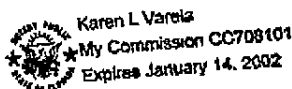
IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set his hand and seal this 4<sup>th</sup> day of August, 2000.


  
Osmond C. Howe, Jr., Esq.

STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 4<sup>th</sup> day of August, 2000, by Osmond C. Howe, Jr., Esq. who is personally known to me.



  
Karen L. Varela, Notary Public  
State of Florida at Large

My Commission Expires:

Osmond C. Howe, Jr., Esq.  
501 Brickell Key Drive, Suite 504  
Miami, Florida 33131  
Telephone No. (305) 377-1012  
Bar No. 097220

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE  
NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Florida Statutes Sections 48.091 and 607.034, the following is submitted:

CAFE2, INC. desiring to organize as a corporation under the laws of the State of Florida has designated 501 Brickell Key Drive, Suite 504, Miami, Florida 33131, as its initial Registered Office and has named Osmond C. Howe, Jr., Esq. located at said address as its initial Registered Agent.

By: 

Osmond C. Howe, Jr., Esq., Incorporator

Having been named as Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.

By: 

Osmond C. Howe, Jr., Esq., Registered Agent

Osmond C. Howe, Jr., Esq.  
501 Brickell Key Drive, Suite 504  
Miami, Florida 33131  
Telephone No. (305) 377-1012  
Bar No. 097220

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