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SHUBITZ ROSENBLUM & Co., P.A.

Certified Public Accountants

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AMERICAN AND FLORIDA INSTITUTES OF CERTIFIED PUBLIC ACCOUNTANTS

AICPA • SEC PRACTICE SECTION

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November 28, 2000

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

Re: Café do Brasil Company

Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Incorporation for the above-referenced company.

Also enclosed is a check in the amount of \$70 to cover the following:

\$35.00

35.00

\$70.00

Filing of Articles of Incorporation

Registered agent filing fee

Very truly yours,



Howard Rosenbloom
Certified Public Accountant

HR/ap

encls as stated

Sent via Certified Mail #7099 3400 0006 2830 1916, Return Receipt Requested

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*****70.00 *****70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 18 AM 3:19

FILED

CB 12-26
W-28704



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 6, 2000

HOWARD ROSENBLOOM, P.A.
11428 SW 109TH RD
MAIMI, FL 33176-3148

SUBJECT: CAFE DO BRASIL COMPANY
Ref. Number: W00000028704

We have received your document for CAFE DO BRASIL COMPANY and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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) 487-6925.

Cynthia Blalock
Document Specialist

Letter Number: 900A00061678

FILED

00 DEC 18 AM 3:19

**ARTICLES OF INCORPORATION
OF
Moura Farms Coffee Company**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate together to form a corporation under the Laws of the State of Florida.

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation shall be: **Moura Farms Coffee Company**

**ARTICLE II
NATURE OF BUSINESS**

The general nature of business to be transacted by this corporation shall be to engage in any activities or business permitted under the Laws of the United States of the State of Florida.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, cancel, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, ware, merchandise, real and personal property, and services of every kind, class and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, telegraph, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida and in all other states and countries.

To contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 100 shares of common stock at 1.00 par value per share.

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business is not less than One Hundred (\$100.00) Dollars.

ARTICLE V

The corporation is to exist perpetually.

**ARTICLE VI
PRINCIPAL PLACE OF BUSINESS**

The initial street address in this State of the principal office of this corporation is:
10488 S.W. 211th Street Miami, Florida 33189

The Board of Directors may from time-to-time, move the principal office to any other address in the State of Florida.

**ARTICLE VII
DIRECTORS**

This corporation shall have not less than one (1) directors initially. The number of directors may be increased or diminished from time-to-time by the by-laws adopted by the stockholders.

**ARTICLE VIII
BOARD OF DIRECTORS**

The name and street address of the members of the first Board of Directors are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
RICHARD OKUNIEWICZ STREET	PRESIDENT	10488 S.W. 211 TH MIAMI, FLORIDA 33189

**ARTICLE IX
INCORPORATOR**

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
RICHARD OKUNIEWICZ	10488 S.W. 211 TH STREET MIAMI, FLORIDA 33189	100	\$100.00

**ARTICLE X
REGISTERED AGENT**

The address of the Registered Office of this corporation shall be:

10488 S.W. 211TH STREET, MIAMI, FLORIDA 33189.

and the Registered Agent shall be: RICHARD OKUNIEWICZ

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above State Corporation, at the place designed in these Articles of Incorporation, I hereby accept to agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


BY: RICHARD OKUNIEWICZ
INCORPORATOR

**ARTICLE XI
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by the majority of the stock entitled to vote them on, unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments personally appeared

Richard G. Okuniewicz

WITNESS my hand and official seal in the County and State named above on this 19 day of December, 2000.


Notary Public, State at Large
My Commission Expires:

 Angeline Pedraza
My Commission CC849837
Expires July 10, 2003