

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**P010000065371**

Coffeno's, Inc.

**FILED**  
01 JUL -2 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-07/02/01--01038--021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

- Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record **J. BRYAN JUL - 2 2001**
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

**RECEIVED**  
01 JUL -2 PM 12:13  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by:   LW   Date   7/2   Time   1200  

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**COFFENO'S, INC.**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of corporations for profit, certifies that:

**ARTICLE I - NAME**

The name of this corporation is Coffeno's, Inc.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing the 2nd day of July, 2001.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of this State.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue One thousand (1,000) shares of common stock, each having One Dollar (\$1.00) par value, which shall be designated as common shares.”

**ARTICLE V - ADDRESS**

The initial address of the registered office and principal address of this corporation is 331 Park Avenue South, Winter Park, Florida 32789 and the name of the initial registered agent of this corporation at that address is Richard Palmano.

**ARTICLE VI - DIRECTORS**

This corporation shall have two director(s) initially. The number of directors may either increase or diminish from time to time, in accordance with the bylaws but shall never be less than one. The name and address of the initial director(s) of this corporation are:

Richard Palmano  
President/Director  
6505 Fairway Hill Ct.  
Orlando, Florida 32835

H. Mansour Shayestehpour  
Secretary/Treasurer/Director  
15 Green Lake Circle  
Longwood, Florida 32779

**ARTICLE VII - SUBSCRIBERS**

The names of the subscribers of these Articles of Incorporation and a statement as to the number of shares of stock which each agree to take is as follows:

Name	Number of shares
Richard Palmano	100 shares
H. Mansour Shayestehpour	100 shares

**ARTICLE VIII - BYLAWS**

The powers to adopt, alter, amend or repeal bylaws of this corporation shall be vested in the Board of Directors and the shareholders.

**ARTICLE IX - DIRECTORS COMPENSATION**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation.

**ARTICLE X - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles

of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

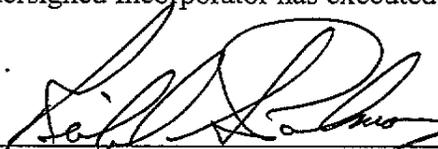
### ARTICLE XI - INCORPORATORS

The name and address of the Incorporator signing these Articles of Incorporation is:

Richard Palmano  
6505 Fairway Hill Court  
Orlando, Florida 32835

H. Mansour Shayestehpour  
15 Green Lake Circle  
Longwood, Florida 32779

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 29<sup>th</sup> day of June, 2001.

  
Richard Palmano, Incorporator

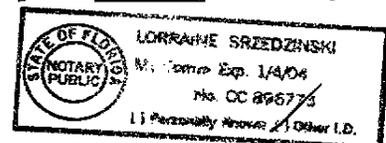
  
H. Mansour Shayestehpour, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Richard Palmano and H. Mansour Shayestehpour, who produced driver licenses as identification, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 29th day of June, 2001.

  
NOTARY PUBLIC, State of Florida  
at Large  
My Commission Expires: \_\_\_\_\_



**CERTIFICATE OF DESIGNATION  
FOR  
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607,0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida:

1. The name of the corporation is:

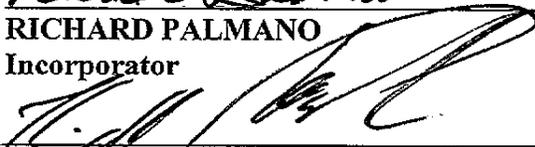
COFFENO'S, INC.

2. The name and address of the registered agent is: Richard Palmano  
331 Park Avenue South  
Winter Park, Florida 32789

Date: 6-29-01

  
RICHARD PALMANO  
Incorporator

Date: 6/29/01

  
H. MANSOUR SHAYESTEHPOUR  
Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTE RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
RICHARD PALMANO

Date: 6-29-01