

CAPITAL CONNECTION, INC.

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

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JAVA Gold Coffee Service, Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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____ Trade/Service Mark _____
____ Merger File _____
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____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
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DIVISION OF CORPORATE REGISTRATION
TALLAHASSEE, FLORIDA

Signature _____

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Name _____

Date _____

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Walk-In _____

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J. BRYAN NOV 29 2001

**ARTICLES OF INCORPORATION OF
JAVA GOLD COFFEE SERVICE, INC.**

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ARTICLE I – NAME

The name of this corporation shall be JAVA GOLD COFFEE SERVICE, INC.

ARTICLE II – Street Address and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

6494 Mockingbird Lane S., Clearwater, Florida 33760

ARTICLE III – Duration

This corporation shall have perpetual existence.

ARTICLE IV –PURPOSE

This corporation is organized to include the transaction of any or all lawful business for which it may be incorporated under Chapter 607, Florida Statutes as presently enacted and as it may be amended from time to time.

ARTICLE V – CAPITAL STOCK

1. **Authorized Capitalization.** The total number of shares of capital stock authorized to be issued by this Corporation shall be:

100 Shares of Class A (voting) common stock,
par value \$1 per share (the "Class A Common Stock").
2. **Payment for Stock.** All or part of the consideration for the issuance of the capital stock of this Corporation may be in cash, property or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All stock when issued shall be fully paid and nonassessable.
3. **Voting.** The voting power of this Corporation shall be vested solely in the Class A Common Stock. Holders of shares of Class A Common Stock shall be entitled to one vote for each share of Class A Common Stock. There shall be no cumulative voting in the election of directors.
4. **Dividends.** Any and all dividends are to be shared among the holders of shares of outstanding Class A Common Stock on a share for share basis.

ARTICLE VI -- Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 6494 Mockingbird Lane S., Clearwater, Florida and the initial registered agent of this corporation at such office shall be Russell A. Allen. This Corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE VII -- Board of Directors

The Board of Directors of this Corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this Corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE VIII -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his/her successor has been duly elected and qualify. The name and street address of the initial director is:

Russell A. Allen	6494 Mockingbird Lane S.
	Clearwater, Florida 33760

ARTICLE IX -- Incorporator

The name and address of the incorporator making these Articles of Incorporation are:

Russell A. Allen	6494 Mockingbird Lane S.
	Clearwater, Florida 33760

ARTICLE X -- BY-LAWS

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this incorporation.

ARTICLE XI - AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED this 26 day of November, 2001.



Russell A. Allen

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, RUSSELL A. ALLEN, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 26 day of November, 2001.



Russell A. Allen

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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