

TRANSMITTAL LETTER

P 02000009504

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

SUBJECT: COOL GRINDZ COFFEE, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

200004784142--2
-01/18/02--01037--017
*****78.75 *****78.75

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☒ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: TROY ADRIAN LEE
Name (Printed or typed)

547 E. 19 ST.
Address

200004784142--2
-01/17/02--01029--001
*****35.00

GAVEN, MIAMI FLORIDA 33013
City, State & Zip

305-805-8872
Daytime Telephone number

Troy
AUTHORIZATION BY PHONE TO
CORRECT Articles
DATE 1-28
DOC. EXAM BC

NOTE: Please provide the original and one copy of the articles.

2589-2557-611
W02-2276

FILED
2002 JAN 17 PM 2:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1/28/02

ARTICLES OF INCORPORATION

OF

COOLGRINDZ COFFEE, CO.

FILED

2002 JAN 17 PM 2:18

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I

The name of the corporation is: **COOLGRINDZ COFFEE, CO.**

ARTICLE II

The general nature of the business to be transacted by this corporation is to manufacture, purchase, sell, assign, transfer, or otherwise dispose of, and invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph or cemetery company, a building and loan association, mutual fire insurance association, a cooperative association, fraternal benefit society, state fair or exposition.

This Instrument Prepared By:

Troy Adrian Lee (incorporator)
547 East 19 St.
Miami, Fl. 33013

ARTICLE III

The maximum number of shares that this corporation is authorized to have outstanding at any one time is shares 80,000 at \$.25 par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

The address of the principal office of this corporation shall be:
547 EAST 19 ST., MIAMI; FL 33013

ARTICLE V

The amount of capital with which this corporation will begin business is not less than \$20,000.00.

ARTICLE VI

This corporation is to exist perpetually.

ARTICLE VII

Pursuant to 607.0501, Florida Statutes, the registered office of this corporation in the State of Florida and the Registered Agent in the State of Florida shall be **Troy Adrian Lee, 547 East 19 Street, Miami, Florida, 33013.**

ARTICLE VIII

This corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders.

ARTICLE IX

The names and post office addresses of the member of the first Board of Directors, and

the Chief Executive Officer (CEO), President, Vice Presidents (VP), and Treasurer are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Troy Adrian Lee	547 East 19 St., Miami, Fl. 33013	CEO/President
Rochelle Marie Lee	547 East 19 St., Miami, Fl. 33013	VP/Treasurer

ARTICLE X

The names and post office addresses of the subscribers of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of consideration is:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>CONSIDERATION</u>
Rochelle Marie Lee	547 East 19 St., Miami, Fl. 33013	41,000	\$10,250.00
Troy Adrian Lee	547 East 19 St., Miami, Fl. 33013	39,000	\$9,750.00

In accordance with Florida Statute 607.77, it is expressly provided herein that the shareholders of this corporation shall have pre-emptive rights in any newstock of the same kind, class or series as that which they already hold and they shall have the right to purchase their pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others, which price, in the case of par value shares, may be in excess of par.

ARTICLE XI

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 unanimous vote of the stockholders entitled to vote thereon.

ARTICLE XII

It is the intention of this Charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

ARTICLE XIII

Pursuant to Fla. Stat. 607.0721, at all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares multiplied by the number of directors to be elected, and he may cast all such votes for a single director, or may distribute ~~them~~ among the number to be voted for, or any two or more of them, as he may see fit.


I ACCEPT DESIGNATION AS REGISTERED AGENT.



Troy Adrian Lee
INCORPORATOR/REGISTERED AGENT

1/10/02

Date



Rochelle Marie Lee

1/10/02

Date

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