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MBJP, Inc.

1101 Edington Place . Marco Island, FL 34145 . 1.941.389.4262 . mbjp@peganet.com

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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January 25, 2002

Registration Section
Division of corporations
PO Box 6327
Tallahassee, FL 32314

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***125.00 ***125.00

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for MBJP, Inc., which are in compliance with Chapter 607 and/or Chapter 621, FS (Profit).

Also enclosed is a check in the amount of \$125.00 which represents \$100 Filing Fee for Articles of Organization and \$25 for Designation of Registered Agent.

Thank you for your prompt attention in this matter.

Sincerely,

Monica T. Baeuerle

Monica T. Baeuerle

Registered Agent

1101 Edington Place

Marco Island, FL 34145

1.941.389.4262

Monica GAW
AUTHORIZATION BY PHONE TO
CORRECT - RH accept
DATE 1-28-02
VOC. EXAM 7c

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2/1

ARTICLES OF INCORPORATION
of
MBJP, Inc.

The undersigned persons, acting as incorporators of a corporation organized under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is MBJP, Inc.

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

1101 Edington Place
Marco Island, FL 34145

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 10,000 shares of no par value stock.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Monica T. Baeuerle
1101 Edington Place
Collier County
Marco Island, FL 34145

ARTICLE V
PURPOSE

The purpose of the corporation is to engage in a Public Internet Access Business to be known as **CyberCafe and More of Marco Island**. This Cafe will include a Coffee Bar, Retail sales to include Consignment Gift items, and a Specialty Kit Business known as **Fun Kits**. Further, the business will include the sale of Sandwiches, Soups, Salads, Desserts and Other Food items as may be appropriate.

The foregoing purposes and activities will not limit nor prohibit the corporation from extending

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its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives.

ARTICLE VI DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

James A. Peterka
1101 Edington Place
Marco Island, FL 34145

Monica T. Baeuerle
1101 Edington Place
Marco Island, FL 34145

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VIII OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have no corporate seal.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officers or agents that are specifically designated by resolution of the board of directors.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Monica T. Baeuerle

1101 Edington Place
Monica T. Baeuerle, Incorporator
Marco Island, FL 34145

1.25.2002
I ACCEPT AS AGENT,

James A. Peterka

1101 Edington Place
James A. Peterka, Incorporator
Marco Island, FL 34145

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Date

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