

P020000012765

Transmittal Letter

January 23, 2002

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

Subject: Cool Beanz Coffee International, INC.

FILED
02 JAN 30 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed are two original copies of the Articles of Incorporation for the above corporation and a check in the amount of \$78.75. Seventy dollars for the filing fee and \$8.75 for a certificate. Please send a stamped copy to the address below.

From: John M. Shultz
300 Southwest 1st Avenue, Suite 117
Fort Lauderdale, Florida 33301

305-989-6596

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*****78.75 *****78.75

J. BRYAN FEB 5 2002

Articles of Incorporation

Of

Cool Beanz Coffee International , INC.

Article I Name

The name of the corporation will be:

Cool Beanz Coffee International , INC.

Article II Principal Office

The principal place of business and mailing address of this corporation will be:

300 Southwest 1st Avenue, Suite 117
Fort Lauderdale, Florida 33301

Article III Capital Stock

The number of shares of stock that this corporation is authorized to have at anyone time is:

10,000 shares of the par value of \$.01 each.

Article IV Initial Registered Agent

The name and address of the initial registered agent is:

John Shultz
3900 Northwest 76th Avenue, Suite 113
Sunrise, Florida 33351

Article V Incorporator

The name and street address of the incorporator of these Articles of Incorporation is:

John Shultz
3900 Northwest 76th Avenue, Suite 113
Sunrise, Florida 33351

The undersigned has executed these Articles of Incorporation this Twenty-third day of January, 2002.


John Shultz, Incorporator

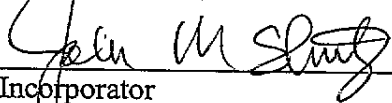
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Certificate of Designation
Registered Agent/Registered Office

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: Cool Beanz Coffee International, INC.
2. The name and address of the registered agent/registered office is:

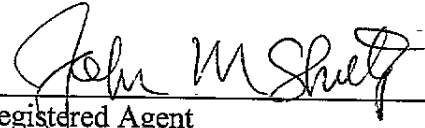
John Shultz
300 Southwest 1st Avenue, Suite 117
Fort Lauderdale, Florida 33301


Incorporator

January 23, 2002

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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 statutes relating to proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Registered Agent

January 23, 2002