

PO2000080539

LAW OFFICE OF
JONATHAN JAMES DAMONTE, CHARTERED
ATTORNEYS AT LAW

JONATHAN JAMES DAMONTE

NICOLE M. FROST
TRACY J. THOMAS

12110 SEMINOLE BOULEVARD
LARGO, FLORIDA 33778

TELEPHONE (727)586-2889
TELECOPIER (727)581-0922

REAL ESTATE

COMMUNITY ASSOCIATIONS

CONDOMINIUMS • COOPS

MOBILE HOME PARKS

WILLS • TRUSTS • PROBATE

CORPORATIONS • BUSINESS LAW

July 22, 2002

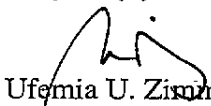
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800006622498--3
-07/24/02--01040--003
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed for filing please find Articles of Incorporation for Roasters Coffee, Inc. and a check in the amount of \$70.00. Also enclosed is a copy. Please stamp receipt the copy and mail it back to us. Thank you for your assistance in this matter. If you have any questions, please call me.

Very truly yours,


Ufemia U. Zimmer, Legal Assistant

FILED
02 JUL 24 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/2/5
2/2/5

ARTICLES OF INCORPORATION

FOR

ROASTERS COFFEE, INC.

FILED
02 JUL 24 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME & PRINCIPAL CORPORATE OFFICE

The name of this corporation shall be: Roasters Coffee, Inc.

The principal place of business of this corporation will be: 10500 Ulmerton Rd., Ste. 390
Largo, FL 33771

The mailing address of this corporation shall be: 10500 Ulmerton Rd., Ste. 520
Largo, FL 33771

ARTICLE II - CAPITAL STOCK

The number of shares of stock this corporation
is authorized to have outstanding at any one time is: 100

ARTICLE III - REGISTERED AGENT

The name and address of the initial registered agent is: Ed Mauro
10500 Ulmerton Rd., Ste. 520
Largo, FL 33771

ARTICLE IV - INCORPORATOR

The name of the Incorporator to these
Articles of Incorporation is: Ed Mauro
The street address of the Incorporator
to these Articles of Incorporation is: 10500 Ulmerton Rd., Ste. 520
Largo, FL 33771

ARTICLE V - DURATION

This corporation shall have perpetual existence.

ARTICLE VI - PURPOSE

The purpose of this corporation is to engage in the transaction of any and all lawful business under the laws of the United States of America and of the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

All corporate power shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors. This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by amendment of the by-laws of the corporation in a manner provided by law, but shall never be less than one.

The name and address of the initial director
of this corporation is:

Ed Mauro
10500 Ulmerton Rd., Ste. 520
Largo, FL 33771

ARTICLE VIII - BY-LAWS

The by-laws of this corporation shall be made by the Board of Directors, and may be amended, altered or rescinded by the Board of Directors at any regular or special meeting.

ARTICLE IX - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22 day of JULY, 2002.

By. _____

Incorporator

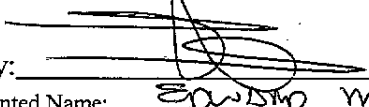
CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of §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 and registered office of the corporation in the State of Florida.

1. The name of the corporation is: Roasters Coffee, Inc.
2. The name and street address of the registered agent and office is:

Ed Mauro
10500 Ulmerton Rd., Ste. 520
Largo, FL 33771

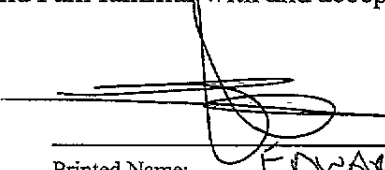
Dated: July 22, 20 02

By: 
Printed Name: EDWARD MAURO
its Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: July 22, 20 02


Printed Name: EDWARD MAURO
Registered Agent

FILED
JUL 22 AM 8:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE