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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

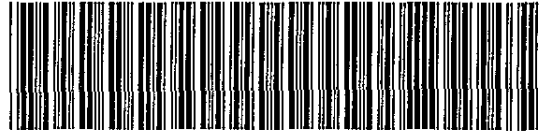
(Document Number)

Certified Copies _____ Certificates of Status _____

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of payment.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W03-11334
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WILLIAM P. HARRIS, JR., P.A.

ATTORNEY AT LAW
DADELAND TOWERS
SUITE 308
9300 S. DADELAND BLVD.
MIAMI, FLORIDA 33156
TELEPHONE (305) 670-7000
FACSIMILE (305) 670-7056

April // , 2003

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: **JACK'S GOURMET JAVA & ICE, INC.**

Dear Sir/Madam:

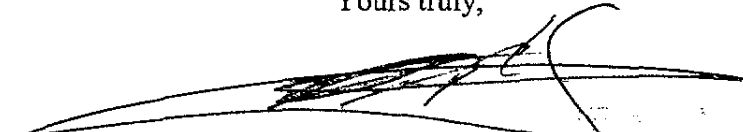
Enclosed please find the original and one copy of the Articles of Incorporation and Registered Agent Designation and Acceptance form for the above-referenced corporation. Also enclosed is my firm's check payable to Secretary of State in the amount of \$78.75 to cover the filing fee for the above referenced two documents and for a certified copy of the Articles of Incorporation.

I have enclosed a self-addressed stamped envelope for your use in forwarding the certified copy of the Articles of Incorporation to me.

If you have any questions, please contact me by telephone at (305) 670-7000 or by fax at (305) 670-7056.

Thank you.

Yours truly,



William P. Harris, Jr.

WPH/md

Enclo.

MAY-08-03 THU 04:01 PM LAW OFFICES

FAX NO. 3056707056

P. 02

5281	
63-400670	
DATE <u>Apr. 14, 2003</u>	
PAY TO THE ORDER OF <u>Secretary of State of Florida</u>	
AMOUNT <u>\$ 78,750</u>	
MICR LINE <u>030231684 0396 0307 01 04-21-03</u>	
DOLLARS	
FOR <u>Police & Court Sec of Articles of Incorporation</u>	
HSBC	
HSBC Bank USA Miami, FL 33136	
Check's Government Data + To: 4, Inc	
#000000078751	

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RECEIVED

Black & America Inc
PO Box 600074
Dallas TX 75260-0074
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ARTICLES OF INCORPORATION

OF

JACK'S GOURMET JAVA & ICE, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I. CORPORATE NAME

The name of the corporation ("Corporation") shall be **JACK'S GOURMET JAVA & ICE, INC.**

ARTICLE II. PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 8400 S.W. 148 Drive, Miami, Florida 33158. The Board of Directors from time to time may move the principal office to any other address in the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares which the Corporation is authorized to issue is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

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TALLAHASSEE, FLORIDA

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the Corporation's registered office is 9300 S. Dadeland Blvd., Suite 308, Miami, Florida 33156. The initial registered agent at that address is William P. Harris, Jr. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE V. PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

ARTICLE VI. INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

ARTICLE VII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is Jack Harrell Fraser, 8400 S.W. 148 Drive, Miami, FL 33158.

THE UNDERSIGNED, as Incorporator, has executed the foregoing Articles of Incorporation this 11th day of April, 2003.



Jack Harrell Fraser, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of section 607.0501, Florida Statutes, the herein mentioned 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.

That **JACK'S GOURMET JAVA & ICE, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, Dade County, Florida; has named **William P. Harris, Jr.**, located at 9300 S. Dadeland Blvd., Suite 308, Miami, FL 33156, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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.

Dated: April 11, 2003.


William P. Harris, Jr.
as Registered Agent