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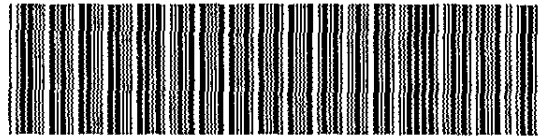
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TALLAHASSEE, FLORIDA  
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DELOACH & PETERSON, P.A.  
ATTORNEYS AT LAW

J. BOYD DELOACH  
SID C. PETERSON II  
PHILIP B. PETERSON

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OF COUNSEL



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NEW SMYRNA BEACH, FL 32170  
(386) 428-2464  
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April 22, 2003

**FLORIDA DEPARTMENT OF STATE**

Division of Corporation  
Post Office Box 6327  
Tallahassee, Florida 32314

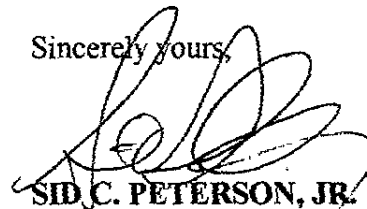
Re: BROOKLYN ICE CAFFE, INC.  
Our File No. 03-11792

Dear Sirs:

Enclosed please find Articles of Incorporation, along with a copy of same concerning the above-referenced corporation. I have also enclosed this firm's check in the amount of \$70.00 for your various filing fees.

Please return a conformed copy of the Articles of Incorporation to this office.

Sincerely yours,



SID C. PETERSON, JR.

SCP/bg  
Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**BROOKLYN ICE CAFFE, INC.**

FILED STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
03 APR 24 PM 3:44

**ARTICLE I**  
**CORPORATE NAME, PRINCIPAL OFFICE**  
**AND MAILING ADDRESS**

The name of this Corporation shall be: **BROOKLYN ICE CAFFE, INBC.**, with its principal office located at 225 North Causeway, New Smyrna Beach, Florida 32169 and its corporate mailing address being the same.

**ARTICLE II**  
**NATURE OF BUSINESS AND POWER**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III**  
**CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE IV**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

**ARTICLE V**  
**REGISTERED AGENT**  
**AND**  
**INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial registered office of this Corporation in the state of Florida shall be:

**KEITH J. ENGLER**  
225 North Causeway  
New Smyrna Beach, Florida 32169

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

**ARTICLE VI**  
**BOARD OF DIRECTORS**

This Corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

**ARTICLE VII**  
**INITIAL DIRECTORS**

The names of the initial directors of this Corporation and their street addresses are:

<b>KEITH J. ENGLER</b>	460 Granada Street New Smyrna Beach, Florida 32169
<b>PHILIP A. FARRUGGIO</b>	452 Oakland Park Boulevard Port Orange, Florida 32127
<b>PHILIP P. FARRUGGIO</b>	2053 Oak Meadow Circle South Daytona, Florida 32119
<b>THOMAS W. INFANTOLINO</b>	1384 Hyde Park Drive Port Orange, Florida 32128

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

**ARTICLE VIII**  
**OFFICERS**

The officers of this Corporation shall be a President, Vice-President, Secretary and Treasurer, and any other office as the Board of Directors may deem necessary. Any two or more offices may be held by the same person.

**ARTICLE IX**  
**INITIAL OFFICERS**

The names of the initial officers of this Corporation and their street addresses are:

President	<b>PHILIP A. FARRUGGIO</b> 452 Oakland Park Boulevard Port Orange, Florida 32127
Vice-President	<b>THOMAS W. INFANTOLINO</b> 1384 Hyde Park Drive Port Orange, Florida 32128
Secretary	<b>PHILIP P. FARRUGGIO</b> 2053 Oak Meadow Circle South Daytona, Florida 32119
Treasurer	<b>KEITH J. ENGLER</b> 460 Granada Street New Smyrna Beach, Florida 32169

**ARTICLE X**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

**KEITH J. ENGLER**  
460 Granada Street  
New Smyrna Beach, Florida 32169

**ARTICLE XI**  
**AMENDMENTS**

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 a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporate be made.


IN WITNESS WHEREOF, the undersigned as Incorporator has executed the foregoing Articles of Incorporation on this 21 day of April, 2003.

  
\_\_\_\_\_  
KEITH J. ENGLER

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, a Notary Public, personally appeared, **KEITH J. ENGLER**, who is personally known to me or who has produced D.H. as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on this 21st day of April, 2003.

  
\_\_\_\_\_  
Notary Public - State of Florida  
Commission No.:  
My Commission Expires:



Jeanette D. Welch  
MY COMMISSION # CC878577 EXPIRES  
October 10, 2005  
BONDED THRU TRICITY FARM INSURANCE, INC.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
03 APR 24 AM 8:44

**CERTIFICATE**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **BROOKLYN ICE CAFFE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the City of New Smyrna Beach, County of Volusia, State of Florida, has named **KEITH J. ENGLER**, of 225 N. Causeway, New Smyrna Beach, Volusia County, Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida relative to keeping the designated office open.

  
\_\_\_\_\_  
KEITH J. ENGLER, as Registered Agent