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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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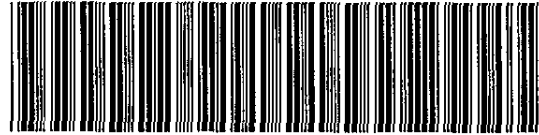
(Business Entity Name)

(Document Number)

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DEPT OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION

04 AUG -5 PM 12:47

0805-04  
1/8



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 836190 81597A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 5, 2004

ORDER TIME : 11:20 AM

ORDER NO. : 836190-005

CUSTOMER NO: 81597A

CUSTOMER: Jamie B. Greusel, Esq  
Berry & Greusel

Chamber Of Commerce Plaza  
1104 North Collier Boulevard  
Marco Island, FL 34145

DOMESTIC FILING

NAME: MANATEE GOURMET COFFEE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Justin Cheshire - EXT. 2909

EXAMINER'S INITIALS: \_\_\_\_\_

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CLERK OF CIRCUIT COURT  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MANATEE GOURMET COFFEE, INC.

I. NAME

The name of the corporation is, MANATEE GOURMET COFFEE, INC.

II. TERM OF EXISTENCE

This corporation shall have perpetual existence.

III. NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the Laws of the State of Florida.

IV. CAPITAL STOCK

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

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#### V. PREEMPTIVE RIGHTS

The Stockholders of this corporation shall have preemptive rights as to any officer for the sale of shares of this corporation to third parties or individual shareholders of this corporation.

#### VI. INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 1445 Leland Way, Marco Island, FL 34145. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

#### VII. INITIAL REGISTERED AGENT

The initial registered agent of the corporation is Jamie B. Greusel whose address is 1104 N. Collier Blvd., Marco Island, FL 34145.

#### II. DIRECTORS

This corporation shall have one director initially. The number of directors, may, from time to time, be increased by By-Laws adopted by the stockholders. The name and address of the first member of the Board of Directors is Peter Guerin , 1445 Leland Way, Marco Island, Florida 34145.

#### IX. SUBSCRIBER AND INCORPORATOR

The subscriber and incorporator to these Articles of Incorporation is  
Peter Guerin whose address is 1445 Leland Way, Marco Island, FL 34145.

#### X. 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 stockholder's  
meeting by a majority of the stock entitled to vote thereon, unless all the  
stockholders and all the directors sign a written statement manifesting their  
intentions that a certain amendment of these Articles of Incorporation be made

IN WITNESS WHEREOF, the undersigned incorporator has executed these  
Articles of Incorporation on the 2 day of AUG, 2004.

  
PETER GUERIN

COUNTY OF COLLIER  
STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 2nd day of  
August, 2004 by PETER GUERIN who is personally known to me or who has  
produced \_\_\_\_\_ (type of identification) as identification and  
who did (did not) take an oath.



(SEAL)

Willie B. Gruesel

My Commission CC054974

Expires September 1, 2004

  
Notary Public

(typed name)

My Commission Expires:

Commission # \_\_\_\_\_

**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 and 607.0501, Florida Statutes the following is submitted:

MANATEE GOURMET COFFEE, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1445 Leland Way, Marco Island, FL, has named Jamie B. Greusel, Law Offices of Jamie B. Greusel, 1104 N. Collier Blvd., Marco Island, Florida 34145 as its agent to accept service of process within Florida.

Date: \_\_\_\_\_

8/2/04

  
PETER GUERIN

CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

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Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
JAMIE B. GREUSEL

This instrument prepared by:

Law Office of Jamie B. Greusel, Attorney at Law  
1104 N. Collier Blvd.  
Marco Island, Florida 34145  
(239) 394-8111