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FLORIDA PROFIT CORPORATION OR P.A.

the cort coffee company

Certificate of Status	0
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Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

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OF

THE CORT COFFEE COMPANY

The undersigned, acting as incorporator of THE CORT COFFEE COMPANY under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I.
NAME

The name of the corporation is:

THE CORT COFFEE COMPANY

ARTICLE II.
COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of operating speciality coffee retail establishments, and may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV.
AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$.10 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed or to be performed for the benefit of the corporation. Each issued and outstanding stock shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

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TALLAHASSEE, FLORIDA

ARTICLE V.
INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street and mailing address of the initial principal office of the corporation is 801 South University Drive, Suite A-131A, Plantation, Florida 33324.

The name of the corporation's initial Registered Agent is Wesley J. Cort, whose address is 801 South University Drive, Suite A-131A, Plantation, Florida 33324.

ARTICLE VI.
INITIAL BOARD OF DIRECTORS AND OFFICERS

The corporation shall have two (2) directors initially. The number of directors may be changed from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial Directors are:

Wesley J. Cort
801 South University Drive, Suite A-131A
Plantation, Florida 33324

Eda Cort
801 South University Drive, Suite A-131A
Plantation, Florida 33324

The initial officers of the corporation are:

President - Wesley J. Cort
801 South University Drive, Suite A-131A
Plantation, Florida 33324

Secretary - Eda Cort
801 South University Drive, Suite A-131A
Plantation, Florida 33324

ARTICLE VII.
INCORPORATOR

The name and street address of the incorporator is:

Wesley J. Cort
801 South University Drive, Suite A-131A
Plantation, Florida 33324

ARTICLE VIII
BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX
AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.


ARTICLE X
PREEMPTIVE RIGHTS

Each shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which each existing shareholder already holds, to purchase his/her pro rata or any other share of such stock at the same price at which it is offered to others or any other price.

ARTICLE XI
INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors and officers, and former directors and officers from and against all liabilities and obligations, including attorneys fees, incurred in connection with any actions taken or failed to be taken by said directors and officers in their capacity in these positions.

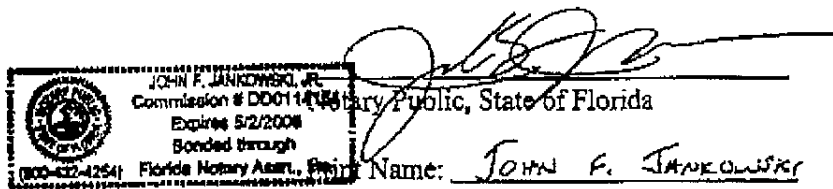
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of February, 2005.


Wesley J. Cort

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STATE OF FLORIDA)
) SS:
 COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 4th day of February, 2005 by Wesley J. Cort, to me well known to be the person who executed the foregoing articles or who produced FL. DRIVER'S LICENSE as identification and who did take an oath.



My commission expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for **THE CORT COFFEE COMPANY** in the foregoing Articles of Incorporation, I, **Wesley J. Cort**, hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of Registered Agent of which I am familiar.

BY: [Signature]
 Wesley J. Cort.

These Articles prepared by:
 John F. Jankowski, Jr., Esq., P.A.
 2 South University Drive, Suite 265
 Plantation, Florida 33324
 (954) 370-1026

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