

**Electronic Articles of Incorporation
For**

P05000100244
FILED
July 18, 2005
Sec. Of State
tburch

BILLY BEAN COFFEE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BILLY BEAN COFFEE, INC.

Article II

The principal place of business address:

713 S. ORANGE AVENUE
SARASOTA, FL. US 34236

The mailing address of the corporation is:

713 S. ORANGE AVENUE
SARASOTA, FL. US 34236

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

JOHN J MERCURIO
713 S. ORANGE AVE.
SARASOTA, FL. 34236

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JOHN J. MERCURIO

Article VI

The name and address of the incorporator is:

JOHN SAYSELL
TAMARLANE, MANOR PARK, CHISLEHURST
KENT BR 7 5QE
UK

Incorporator Signature: JOHN SAYSELL

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CM
CAROL SAYSELL
TAMARLANE, MANOR PARK, CHISLEHURST
KENT, UK. BR 7 5QE UK

Title: S
NICOLA SAYSELL
TAMARLANE, MANOR PARK, CHISLEHURST
KENT, UK. BR 7 5QE UK

Title: D
JOHN SAYSELL
TAMARLANE, MANOR PARK, CHISLEHURST
KENT BR 7 5QE, UK. BR 7 5QE UK

Article VIII

The effective date for this corporation shall be:

07/15/2005