

P060000/3880

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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06 JAN 24 PM 1:59  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

# JOSEPH L. BOLES, JR.

Attorney at Law

19 Riberia Street  
St. Augustine, Florida 32084

Voice: (904) 824-4278  
Telefax: (904) 826-0937

January 19, 2006

Division of Corporations  
Department of State  
PO Box 6327  
Tallahassee, FL 32031

RE: Quickcups, Inc. and Coffeesmart, Inc.

Dear Sir/Madam:

Please find enclosed the original and one (1) copy of the Articles of Incorporation for each of the above-named proposed Florida profit corporation. Additionally, please find enclosed two checks in the amount of \$70.00 representing payment for each.

Please file both of the enclosed Articles of Incorporation and return a copy to our office.

Thank you for your courtesies in this matter.

Sincerely,



Kristi Robertson  
Assistant to Mr. Boles

/kwr  
enclosures

**ARTICLES OF INCORPORATION  
OF  
COFFEESMART, INC.**

FILED  
06 JAN 24 PM 1:59  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I:** The name of this corporation is Coffeesmart, Inc.

**ARTICLE II:** The principal place of business and mailing address of this corporation is 940 Alcala Drive, St. Augustine, FL 32086.

**ARTICLE III:** The initial number of shares which this corporation is authorized to have outstanding at any time is 600 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV:** The initial registered office of this corporation shall be 19 Riberia Street, St. Augustine, FL 32084, and the initial registered agent of the corporation at such shall be **JOSEPH L. BOLES, JR.**, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

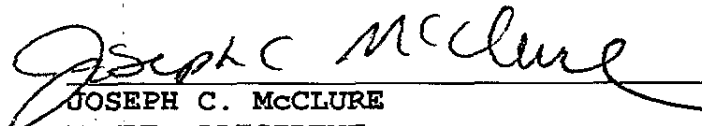
**ARTICLE V:** The corporation is to exist perpetually. The corporation shall be able to engage in any and all businesses that are in accordance with any and all State and/or Federal laws

**ARTICLE VI:** The name and street address of the incorporator to these Articles of Incorporation is:

**JOSEPH C. McCLURE**

**940 ALCALA DRIVE  
ST. AUGUSTINE, FL 32086**

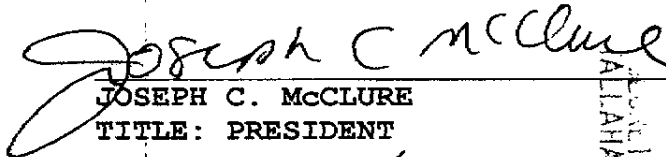
The undersigned has executed these Articles of Incorporation this 16th day of January, 2006.

  
**JOSEPH C. McCLURE**  
**TITLE: PRESIDENT**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.05-1, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Coffeesmart, Inc.
2. The name and address of the registered agent and office is: JOSEPH L. BOLES, JR., 19 Riberia Street, St. Augustine, FL 32084.

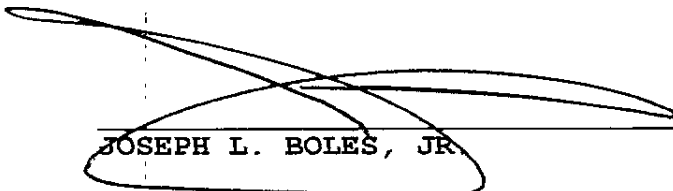
  
JOSEPH C. McCLURE  
TITLE: PRESIDENT

Date: 1-16

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2006  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for Coffeesmart, Inc., at the place designated in the Articles of Incorporation, JOSEPH L. BOLES, JR. agrees to comply with the provisions of Section 48.091, relative to keeping open such office.

  
JOSEPH L. BOLES, JR.

Date: 1-16, 2006  
McClure1.02.06