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06 NOV 27 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cf. 11-28

November 20, 2006

Florida Dept. of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Subj: Incorporation of THE GOOD LIFE CAFE AND MARKET PLACE, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.

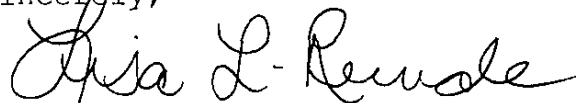
2. My check in the amount of \$78.75 to cover the filing fees.

3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Atlantic Nonlawyer Services, Inc., 1592 N. Highway A1A, Satellite Beach, Florida 32937. Telephone Number (321) 773-2020.

Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in cursive script that reads "Lisa L. Runde".

LISA RUNDE

ARTICLES OF INCORPORATION
OF
THE GOOD LIFE CAFE AND MARKET PLACE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is
THE GOOD LIFE CAFE AND MARKET PLACE, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any
or all lawful business.

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares
of \$1.00 par value common stock, which shall be designated
"common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new
stock of this corporation of the same kind, class or series
as that which he already holds, shall have the right to purchase
his pro rata share (as nearly as may be done without issuance of
fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 142 North Orlando Avenue, Unit 700, Cocoa Beach, Florida 32931, and the name of the initial registered agent of this corporation at that address is MARGARET M POPHAM.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

MARGARET M POPHAM
2151 Sunset Avenue
Indialantic, FL 32903

LISA RUNDE
115 Oak Avenue
Cocoa Beach, FL 32931

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 142 North Orlando Avenue, Unit 700, Cocoa Beach, Florida 32931, and the mailing address of the corporation is 142 North Orlando Avenue, Unit 700, Cocoa Beach, Florida 32931.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles
is:

LISA RUNDE
115 Oak Avenue
Cocoa Beach, FL 32931

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 21st day of November, 2006.


LISA RUNDE

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared LISA RUNDE, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 21st day of November, 2006.



Danielle V. Puckett
Commission #DD262058
Expires: Oct 26, 2007
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public

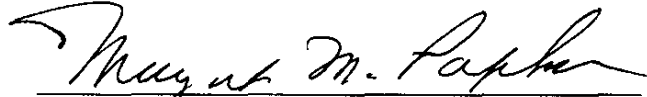
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,
Florida Statutes, the following is submitted:

That THE GOOD LIFE CAFE AND MARKET PLACE, desiring to
organize under the laws of the State of Florida, with its
principal office at 142 North Orlando Avenue, Unit 700, Cocoa
Beach, Florida 32931, has named MARGARET M. POPHAM located at 142
North Orlando Avenue, Unit 700, Cocoa Beach, Florida 32931, 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 law relative
to keeping the designated office open.


MARGARET M. POPHAM
Registered Agent

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TALLAHASSEE, FLORIDA