

9500005919

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222 95 JAN 24 PM 3 15

DIVISION OF CORPORATIONS

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: The Coffee Grinder, Inc

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
C U S- 100001387551		
Fictitious Name File -01/24/95--01007--013		
	****122.50	****122.50
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY SW _____

WALK-IN Will Pick Up 1-24 11:00

SDC-
R94-4586

ARTICLES OF INCORPORATION
OF
THE COFFEE GRINDER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 JAN 24 AM 10:16

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract under the laws of the State of Florida, hereby presents these Articles for the formation of a Corporation, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be: THE COFFEE GRINDER, INC..

ARTICLE II

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

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

ARTICLE IV

This Corporation shall have perpetual existence.

ARTICLE V

The initial street address of the principal office of this Corporation is:

9834 Baymeadows Road
Jacksonville, FL 32256

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI

The initial Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Scott A. Gudzak
9834 Baymeadows Road
Jacksonville, FL 32256

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by the Bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII

The name and address of the initial Director of this Board of Directors is:

Scott A. Gudzak
9834 Baymeadows Road
Jacksonville, FL 32256

The person named as initial director shall hold office for the first year of existence of this Corporation or until a successor is elected or appointed and qualified, whichever occurs first.

ARTICLE IX

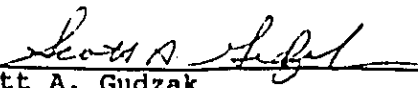
The name of the person signing these Articles of Incorporation as the Incorporator is:

Scott A. Gudzak

ARTICLE X

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 stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 19 day of January, 1995.


Scott A. Gudzak

STATE OF FLORIDA
COUNTY OF DUVAL

Before me the undersigned authority, personally appeared Scott A. Gudzak, who is to me well known to be the person described as Incorporator and who subscribed the foregoing Articles of Incorporation of THE COFFEE GRINDER, INC., and who did freely and voluntarily acknowledge before me that he/she subscribed to these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Jacksonville in said County and State this 19 day of January, 1995.


Mark J. Horne
NOTARY PUBLIC - STATE OF FLORIDA

My Commission Expires:



OFFICIAL SEAL
MARK J. HORNE
My Commission Expires
March 5, 1996
Comm. No. CC 184751

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: **THE COFFEE GRINDER, INC.**
2. The name and address of the registered agent and office is:

Scott A. Gudzak
9834 Baymeadows Road
Jacksonville, FL 32256

SIGNATURE _____

Scott A. Gudzak

TITLE: Incorporator, Vice-President,
Registered Agent

DATED: _____

Jan 19, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE Proper AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

Scott A. Gudzak

DATE: _____

Jan 19, 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 24 AM 10:16

P9500005919

ADAMS, ROTHSTEIN & SIEGEL

SIMON D. ROTHSTEIN

JOHN R. ADAMS (1959-1969)

A. H. ROTHSTEIN (1906-1965)

EDWARD SIEGEL (RETIRED)

SUITE 104, BROWARD BUILDING
4417 BEACH BOULEVARD
JACKSONVILLE, FLORIDA 32207
PHONE (904) 388-1419

June 25, 1997

FILED
97 JUL -7 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State
Charter Section
409 E. Gaines Street
Tallahassee, FL 32399

800002231968
-07/07/97--01162-009
*****82.50 *****82.50

Re: ARTICLES OF DISSOLUTION
THE COFFEE GRINDER, INC.

Dear Sir/Madam:

Enclosed for filing are Articles of Dissolution, in duplicate, for THE COFFEE GRINDER, INC., together with our check in the amount of \$82.50 check for the following costs:

Filing Fee	\$30.00
Certified copy of Articles of Dissolution	<u>52.50</u>
TOTAL	\$82.50

I trust you will find the documents to be in order and will return a certified copy of the Articles of Dissolution after they have been filed.

Sincerely,



Simon D. Rothstein

SDR/mjb

Enclosures

CC: Mr. and Mrs. Scott Gudzak

VS JUL 14 1997

Voldis

\$5 due for CC

ARTICLES OF DISSOLUTION
OF
THE COFFEE GRINDER, INC.
(INCORPORATED ON JANUARY 24, 1995)

FILED
97 JUL -7 AM 9:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE COFFEE GRINDER, INC., a Florida corporation filed on January 24, 1995, files this its Articles of Dissolution, and sets forth the following:

1. The name of the corporation is THE COFFEE GRINDER, INC., a Florida corporation whose Articles of Incorporation were filed with the Secretary of the State of Florida on January 24, 1995.

2. Dissolution of THE COFFEE GRINDER, INC. was authorized on June 30, 1997.

3. The dissolution of THE COFFEE GRINDER, INC. was approved by all of its shareholders, whose votes were sufficient for approval of the Articles of Dissolution.

4. The dissolution of THE COFFEE GRINDER, INC. was approved by the Directors of the corporation.

5. Effective date of the dissolution of THE COFFEE GRINDER, INC. is June 30, 1997.

These Articles of Dissolution were executed this 30th day of June 1997.

Cheryl A. Gudzak
CHERYL A. GUDZAK, President

STATE OF FLORIDA

COUNTY OF DUVAL

Before me personally appeared CHERYL A. GUDZAK, who is personally known to me or who provided a valid Florida Driver's License as identification, and who having been by me first duly sworn, deposes and says that she is the President of THE COFFEE GRINDER, INC., a Florida corporation whose Articles of Incorporation were filed with the Secretary of the State of Florida on January 24, 1995; that the foregoing Articles of Dissolution were approved by all of the shareholders and Directors of THE COFFEE GRINDER, INC., who executed a written consent; and confirmed by resolution unanimously adopted at a special joint meeting of shareholders and directors of THE COFFEE GRINDER, INC.

Cheryl A. Gudzak
Affiant

Sworn to and subscribed before me this 30th day of June, 1997.

Simon D. Rothstein
NOTARY PUBLIC-STATE OF FLORIDA



SIMON D. ROTHSTEIN
Notary Public, State of Florida
My comm. expires July 4, 2000
Comm. No. CC 561924

(M-9\Coffee.MIN)

P95000005919

ADAMS, ROTHSTEIN & SIEGEL

SIMON D. ROTHSTEIN

JOHN R. ADAMS (1889-1969)

A. H. ROTHSTEIN (1906-1985)

EDWARD SIEGEL (RETIRED)

SUITE 104, BROWARD BUILDING

4417 BEACH BOULEVARD

JACKSONVILLE, FLORIDA 32207

PHONE (904) 398-1419

September 11, 1997

Florida Department of State
Division of Corporations
P. O. Box 5588
Tallahassee, FL 32314
ATTN: Velma Shepard

000002295950--6

-09/17/97--01093--014

*****5.00 *****5.00

RE: The Coffee Grinder, Inc. -- Dissolution
Ref #: P95000005919

Dear Ms. Shepard:

Enclosed is a \$5.00 check and a copy of your letter dated July 14, 1997 with attachment. Please forward a certified copy of the filed Articles of Dissolution to me at your earliest convenience.

Thank you for your assistance in this matter.

Sincerely,

Simon D. Rothstein/kmm

Simon D. Rothstein by Karen M.
Montgomery, Legal Assistant

/kmm
Enclosures

#5.00 Cert

302/
206

VS SEP 16 1997

CC By VS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 14, 1997

SIMON D. ROTHSTEIN
4417 BEACH BLVD., STE. 104
JACKSONVILLE, FL 32207

SUBJECT: THE COFFEE GRINDER, INC.
Ref. Number: P95000005919

The document for THE COFFEE GRINDER, INC. was filed on July 7, 1997. However, your check for \$82.50 was not sufficient to cover the certification you requested.

If you will return a check in the amount of \$5.00, with a copy of this letter and a filed stamped copy of the document, if available, your request will be promptly handled.

Should you have any questions concerning the fees, please refer to the attached fee schedule.

Velma Shepard
Division of Corporations

RECEIVED
97 SEP 15 AM 8:10
DIVISION OF CORPORATIONS