

17500001700

8/95 PUBLIC ACCESS SYSTEM 4:13 PM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: ACE INDUSTRIES, INC.  
DEPARTMENT OF STATE 54 NW 11TH ST  
STATE OF FLORIDA  
409 EAST GAINES STREET MIAMI FL 33136-28900-0000  
TALLAHASSEE, FL 32399 CONTACT: LYNN FRIEDMAN  
FAX: (904) 922-4000 PHONE: (305) 358-2571  
FAX: (305) 358-7832

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: BIG STAR COFFEE, INC.  
FAX AUDIT NUMBER: H95000002682 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 03/08/1995 TIME REQUESTED: 16:13:02  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 070744001530

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000002682))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
Menu: <Ctrl R-Shift>

2400 7E1 VT100 On11

FILED  
25 AUG -9 AM 8:59  
TALLAHASSEE, FLORIDA

3/9

80-0

H95-02682

## ARTICLES OF INCORPORATION

of BIG STAR COFFEE, INC.

a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: BIG STAR COFFEE, INC.  
 Address of the Corporation: 4045 SHERIDAN AVENUE SUITE #176  
MIAMI BEACH, FLORIDA 33140

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL & STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100.  
 PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:  
4045 SHERIDAN AVENUE SUITE#176 MIAMI BEACH, FLORIDA 33140  
 and the name of the initial registered agent at such address is JOSEPH A. KRUTEL

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Joseph A. Krutel  
 Signature of Registered Agent

3/8/95  
 Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. JOSEPH A. KRUTEL 768 WEST 51 STREET MIAMI BCH, FLORIDA 33140  
AMY KRUTEL 768 WEST 51 STREET MIAMI BCH, FLORIDA 33140  
JEFFERY M. KRUTEL 768 WEST 51 STREET MIAMI BCH, FLORIDA 33140

Article 7: The Name and address of the incorporator is:

JOSEPH A. KRUTEL 768 WEST 51 STREET MIAMI BCH, FLORIDA 33140

In witness whereof I have subscribed my name

Joseph A. Krutel  
 Signature of Incorporator

H95-02682  
 ACE INDUSTRIES, INC.  
 54 NW 11th Street  
 Miami, FL 33136  
 305-350-2571

195000019065

DAVID SCOTT, WELLS & EDWARDS  
ONE BISCAYNE TOWER, SUITE 1500  
2 SOUTH BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33131  
(305) 375-8400  
TELECOPIER: (305) 372-8981

100 PARK AVENUE  
NEW YORK, N.Y. 10017  
12121888-8000  
TELECOPIER: 12121888-4618

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Resignation  
of  
Officer

September 19, 1996

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

500001960175  
-10/01/96--01007---001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Big Star Coffee Company, a Florida Corporation

Gentlemen:

Please be advised that the undersigned represents Mr. Jeffrey Krutel. Attached hereto is Mr. Jeffrey Krutel's resignation as a Director of Big Star Coffee Company, a Florida Corporation. I would appreciate you removing him from the records.

Thank you for your cooperation.

Sincerely,

Marc R. Levinson

|               |         |
|---------------|---------|
| Name          | 10/2/96 |
| Last name     | Don     |
| First name    | Don     |
| Initials      | Don     |
| Address       | Don     |
| City          | Don     |
| State         | Don     |
| Zip           | Don     |
| Telephone     | Don     |
| W.P. Verifier | Don     |

FILED  
96 OCT - 1 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RESIGNATION**

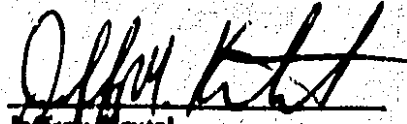
**FILED**

**03 OCT -1 PM 2:34**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

Gentlemen:

I tender my resignation as a Director of Big Star Coffee Company, a Florida Corporation, as of September 19, 1996.

  
Jeffrey Krutzel

Dated 26th day of September, 1996.

P95000019065

DAVIS, SCOTT, WEBER & EDWARDS

ONE BISCAYNE TOWER, SUITE 1500

2 SOUTH BISCAYNE BOULEVARD

MIAMI, FLORIDA 33131

(305) 375-8400

TELECOPIER: (305) 372-8921

100 PARK AVENUE  
NEW YORK, N. Y. 10017  
(212) 688-8000  
TELECOPIER: (212) 688-4816

January 8, 1997

500002055815--6

-01/13/97--01067--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Florida Department of State

Division of Corporations

P.O. Box 6327

Tallahassee, Florida 32314

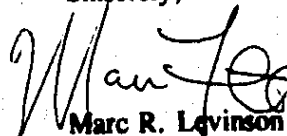
Re: Big Star Coffee Company, a Florida Corporation

Gentlemen:

Please be advised that the undersigned represents Mr. Joseph Krutel. Attached hereto is Mr. Joseph Krutel's resignation as a Director of Big Star Coffee Company, a Florida Corporation. I would appreciate you removing him from the records.

Thank you for your cooperation.

Sincerely,

  
Marc R. Levinson

FILED  
97 JAN 13 AM 11:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Caroodies ✓  
Linda

**RESIGNATION**

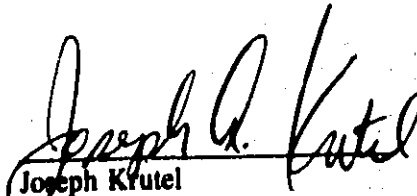
**FILED**

**97 JAN 13 AM 11:20**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

Gentlemen:

I tender my resignation as a Director of Big Star Coffee, Inc., a Florida Corporation, as of January 8, 1997.

  
Joseph Krutel

Dated  8/97 day of January, 1997.