

P95000029105

COLA CAFE, INC.

405 Douglas Ave. Suite 1855 D
Altamonte Springs, FL 32714

APRIL 11, 1995

FILED
95 APR 13 PM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
Tallahassee, Florida

00000001 45032203
-04/14/95 -01010-003
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Re: Cola Cafe, Inc.
Cola Cafe Corporation

Dear Sir:

I am the sole shareholder and sole director of Cola Cafe, Inc., a Florida corporation, incorporated February 7, 1994 under document number P94000009719.

It is my desire to form a new corporation named Cola Cafe Corporation, and the Articles of Incorporation for same are attached, in which I am the sole director.

This letter shall act as my permission for the use of the name Cola Cafe Corporation for the new corporation.

If you have any questions, please feel free to call.

Very truly yours,

Claud Bowers
President
Cola Cafe, Inc.

M. Allen
gave ok to
cancel corp
name 4/13
BZ

BZ 4/13

Cola Cafe
Tom Allen
3/27/95
32714
32714

**ARTICLES OF INCORPORATION
OF
COLA CAFE II, INC.**

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APR 13 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of this corporation is COLA CAFE II, INC.

**ARTICLE II
DURATION**

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

**ARTICLE III
GENERAL PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of capital stock, which shall be designated Common Shares with no par value. The directors of the corporation are authorized and empowered to issue the capital stock of the corporation as they in their discretion shall determine.

**ARTICLE V
NO PREEMPTIVE RIGHTS**

The preemptive right to purchase additional shares or any other securities of this corporation is expressly denied to all shareholders of all classes.

ARTICLE VI
PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office and initial registered office of the corporation is 405 Douglas Avenue, Suite 1855, Space D, Altamonte Springs, FL 32714, and the name of the initial registered agent of this corporation at that address is Claud Bowers.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

- A. This corporation shall have one (1) director initially.
- B. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than one (1).
- C. The name and address of the initial member of the Board of Directors who shall hold office until his successor is duly elected and has qualified is:

Claud Bowers	405 Douglas Avenue
	Suite 1855-D
	Altamonte Springs, FL 32714

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator of this corporation is:

Claud Bowers	405 Douglas Avenue
	Suite 1855-D
	Altamonte Springs, FL 32714

ARTICLE IX
BY-LAWS

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X
INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

**ARTICLE XI
AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

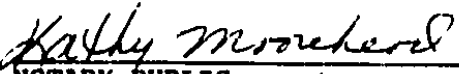
IN WITNESS WHEREOF, the undersigned has executed these Articles at Orlando, Florida, this 14th day of April, 1995.


Claud Bowers

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 14th day of April, 1995, by Claud Bowers, who is personally known or who produced _____ (type of identification) as identification.




NOTARY PUBLIC

Kathy Moorehead
Print Name

My Commission Expires:
Commission Number:

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above stated corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT:


Claud Bowers

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