

995000031380

EUGENE SCHLANGER
63 Greens Road
Hollywood, Florida 33021
TEL: (305) 981-9509 FAX: (305) 981-0609

APR 17 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 14, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: CAPPUCCINO USA INC.

Gentlemen:

Enclosed are the original and one (1) copy of Articles of Incorporation
together with check #5963 in the amount of \$122.50.

Cordially,



Eugene Schlanger

ES:cc
Enc.

80000014578150
-04/17/95-01046-021
***122.50 ***122.50

4/21/95
(7)

ARTICLES OF INCORPORATION

of
CAPPUCCINO USA INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

CAPPUCCINO USA INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue **2 MILLION** shares () of _____ Dollar(s) (\$ **.01**) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	CAPPUCCINO USA INC.		
ADDRESS	63 GREENS ROAD		
CITY	HOLLYWOOD	FLORIDA	ZIP 33021

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	EUGENE SCHLANGER		
ADDRESS	63 GREENS ROAD		
CITY	HOLLYWOOD	FLORIDA	ZIP 33021

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have **ONE** (**1**) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	EUGENE SCHLANGER		
ADDRESS	63 GREENS ROAD		
CITY	HOLLYWOOD	STATE FL	ZIP 33021
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	EUGENE SCHLANGER		
ADDRESS	63 GREENIS ROAD		
CITY	HOLLYWOOD	STATE	FL ZIP 33024
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 14 day of APRIL, 1995.

Eugene Schlander (Seal)
 _____ (Seal)
 _____ (Seal)

STATE OF FLORIDA)

COUNTY OF BROWARD) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Eugene Schlander

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

FLORIDA DC# 5452-200-38-088

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 14 day of April, 1995.

(Notary Seal)



Melissa K. Brady
 (Notary Public, State of Florida at Large)
 My Commission expires: April 7, 1998

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

CAPPUCCINO USA INC.

(name of corporation)

RECEIVED
MAY 17 1969
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 63 GREENS ROAD
HOLLYWOOD, FL 33021

has named EUGENE SCHLANGER
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Eugene Schlinger
(registered agent)