

P95000031767

GERALD WEINBERG, INC.
Albany, New York 12207

Gerald Weinberg
Lawrence A. Kirsch

Telephone (518) 483-2051
NYS (800) 342-9856
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APRIL 19, 1995

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

ENCLOSURE 1 FILE 15503
-04/20/95-010001-0001
*****70.00 *****70.00

Re: DALTON COFFEE OF DUVAL STREET, INC.

Dear Sir or Madam:

Enclosed please find proposed Certificate of Incorporation of the above entitled corporation. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

Also enclosed please find my firm's check in the amount of \$70.00 as and for the filing fee in connection with the above.

Your prompt attention and consideration are greatly appreciated.

Very truly yours,

Lawrence A. Kirsch

Lawrence A. Kirsch

54/21

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 20 PM 12:29

ARTICLES OF INCORPORATION
OF
DALTON COFFEE OF DUVAL STREET, INC.

Filed by:

Walter Gidaly, Esq.
750 Third Avenue
Suite 2400
New York, New York 10017

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 20 1966

ARTICLES OF INCORPORATION

DALTON COFFEE OF DUVAL STREET, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is DALTON COFFEE OF DUVAL STREET, INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: Two Hundred, (200), all of which shall be without par value.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor is elected, is:

Kevin Dalton
802 Duval Street
Key West, Florida 33040

ARTICLE VI PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

802 Duval Street
Key West, Florida 33040

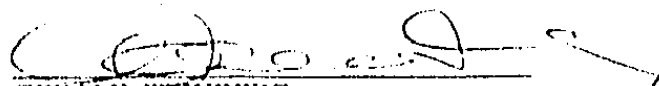
ARTICLE VII INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

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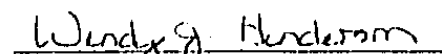
Gerald Weinberg
90 State Street
Albany, New York 12207

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 18th day of April, 1995.


GERALD WEINBERG

STATE OF NEW YORK)
COUNTY OF ALBANY) SS.:

The foregoing instrument was acknowledged and sworn to me before this
18th day of April, 1995 by the incorporator of DALTON COFFEE OF DUVAL
STREET, INC.


Notary Public
My Commission Expires:

WENDY J. HENDERSON
Notary Public, State of New York
No. 01HE5031000
Qualified in Albany County
Commission Expires July 25, 1996

57 APR 20 PM 12:29
SECRET
DIVISION OF TAXATION

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: DALTON COFFEE OF DUVAL STREET, INC.

2. The name and address of the registered agent and office is:

Kevin Dalton

802 Duval Street.

(P. O. BOX NOT ACCEPTABLE)

Key West, Florida 33040

(CITY/STATE/ZIP)

SIGNATURE Kevin Dalton

(Corporate Officer)

TITLE President

DATE April 19, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE Kevin Dalton

(Registered Agent)

DATE April 19, 1995