

**H95000045773**

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6/13/95

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM

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((H95000006600))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN &  
200 S BISCAYNE BLVD  
2500 SE FINANCIAL CENTER  
MIAMI FL 33131-2336

FAX: (904) 922-4000

CONTACT: KENDALL SPARKMAN  
PHONE: (305) 374-7580  
FAX: (305) 374-7593

((H95000006600))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: COFFEE CHECK, INC.  
FAX AUDIT NUMBER: H95000006600  
DATE REQUESTED: 06/13/1995

CURRENT STATUS: REQUESTED  
TIME REQUESTED: 13:09:45

CERTIFIED COPIES: 1  
NUMBER OF PAGES: 2

CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 075350000132

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((H95000006600))  
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*[Handwritten signature]*  
*6/13*

FILED  
JUN 13 11 31 12  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

Fax Audit No. 95H-6600.

**ARTICLES OF INCORPORATION  
OF  
COFFEE CHECK, INC.**

FILED  
95 JUN 13 PM 3:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is COFFEE CHECK, INC.

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this corporation are:

157 Bal Cross Drive  
Bal Harbour, Florida 33154.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

200 South Biscayne Boulevard, Suite 2500  
Miami, Florida 33131-2336;

and the name and address of the initial registered agent of this corporation is:

Name

Address

Kendall Sparkman

200 South Biscayne Blvd., Suite 2500  
Miami, Florida 33131-2336.

*This instrument prepared by:*  
Brian L. Bilzin, Esquire  
Florida Bar No. 244252  
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
2000 First Union Financial Center (33131-2336)  
P.O. Box 019109  
Bal Harbour, Florida 33101-9109  
Telephone: 305-374-7580

Fax Audit No. 95H- 6600

**ARTICLE VI - COMMENCEMENT**

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as incorporator is:

Name

Address

Kendall Sparkman

200 South Biscayne Blvd, Suite 2500  
Miami, Florida 33131-2336.

**ARTICLE VIII - BY-LAWS**

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

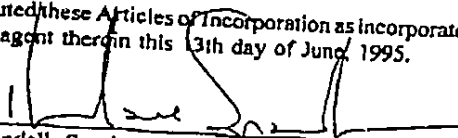
**ARTICLE IX - INDEMNIFICATION**

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

**ARTICLE X - AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein this 13th day of June, 1995.

  
Kendall Sparkman, Incorporator and Registered Agent

Fax Audit No. 95H- 6600

FILED  
5 JUN 13 PM 13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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12/22/95

FLORIDA DIVISION OF CORPORATIONS  
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10:23 AM

((H95000014328))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN &  
200 S BISCAYNE BLVD  
2500 SE FINANCIAL CENTER  
MIAMI FL 33131-2336-9040  
CONTACT: KENDALL SPARKMAN  
PHONE: (305) 374-7580  
FAX: (305) 350-2446

((H95000014328))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: COFFEE CHECK, INC.

FAX AUDIT NUMBER: H95000014328

CURRENT STATUS: REQUESTED

DATE REQUESTED: 12/22/1995

TIME REQUESTED: 10:23:19

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 1

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$87.50

ACCOUNT NUMBER: 075350000132

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1995 DEC 22 PM 2:01  
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TALLAHASSEE, FLORIDA

Name Change  
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95 DEC 22 PM 1:23  
DIVISION OF CORPORATIONS

FILED

Fax Audit No. 95H-14328

1995 DEC 22 PM 2:01

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF COFFEE CHECK, INC.

STATE OF FLORIDA TALLAHASSEE, FLORIDA

The undersigned, David Levin, being the President of COFFEE CHECK, INC., a Florida corporation (the "Corporation"), Incorporated June 13, 1995 under Document No. P95000045773, does hereby certify, attest and serve notice, pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, that Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"ARTICLE I - NAME

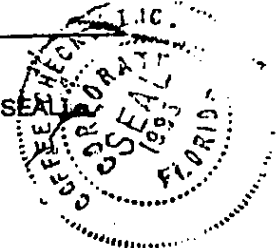
The name of this Corporation is COFFEE CHEK, INC."

Such amendment of the Articles of Incorporation of the Corporation has been duly and unanimously authorized and directed by Written Consent to Corporate Action by Shareholders and Board of Directors of the Corporation dated as of June 27, 1995. All other provisions of the Articles of Incorporation of the Corporation shall remain in full force and effect without any modification thereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal in his capacity as aforesated as of the 21st day of November, 1995 on behalf of the Corporation. December

David Levin, President

(CORPORATE SEAL)



STATE OF FLORIDA ) ) SS: ) COUNTY OF DADE )

December THE FOREGOING INSTRUMENT was acknowledged before me this 21st day of November, 1995, by David Levin, as President and on behalf of COFFEE CHECK, INC., a Florida corporation; such individual is personally known to me or has produced a driver's license as identification.

My Commission Expires:

Print Name: Notary Public, State of Florida Serial No., if any: C35102

[NOTARY SEAL] SERANIA LOPEZ My Commission OC381002 Expires Feb. 28, 1998 Bonded by HAI 800-422-1866 This instrument prepared by Brian L. Bilzin, Esq. Florida Bar No. 244232 RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN 2500 First Union Financial Center P.O. Box 019109 Miami, Florida 33101-9109 Telephone: 305-374-7580

APPROVED AND FILED

Fax Audit No. 3196-14872

1996 OCT 22 PM 4: 52

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

APPLICATION FOR REINSTATEMENT FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS



DOCUMENT # P95000045773

1. Corporation Name COFFEE CHEK, INC.

Principal Place of Business 157 BAL CROSS DRIVE BAL HARBOUR FL 33154 Mailing Address 157 BAL CROSS DRIVE BAL HARBOUR FL 33154



If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. New Principal Office Address, if Applicable 3. New Mailing Office Address, if Applicable

4. Date incorporated or Qualified To Do Business in Florida 06/13/1965 5. FEI Number: 65-0593436 6. CERTIFICATE OF STATUS DESIRED

Table with 4 columns: Title(s), Name of Officers and/or Directors, Street Address of Each Officer and/or Director, City / State / Zip. Includes David Levin and Stuart Harris.

REINSTATEMENT 10-22-96 SCL

8. Name and Address of Current Registered Agent SPARKMAN, KENDALL 200 SOUTH DISCAYNE BLVD. #2500 MIAMI FL 33131-2338

9. Name and Address of New Registered Agent

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S. Signature of Registered Agent: [Signature] Date: 10/21/96

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes [ ] No [X]

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for disqualification has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all taxes owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: [Signature] David Levin, President Date: 10/21/96 305-240-4300

This instrument prepared by: Brian L. Bilzin, Esquire Florida Bar No. 244252 RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN 2500 First Union Financial Center (33131-2336) P.O. Box 019109 Miami, Florida 33101-9109 Telephone: 305-374-7580

Fax Audit No. 3196-14872

# P95000045773

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OCT 22 1996

305-374-7580

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3:46 PM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM  
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((H96000014872 1))

TO: DIVISION OF CORPORATIONS  
(904)922-4000

FAX #:

FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN  
075350000132

ACCT#:

CONTACT: KENDALL SPARKMAN

PHONE: (305)374-7580

FAX #:

(305)350-2446

NAME: COFFEE CHEK, INC.

AUDIT NUMBER.....H96000014872

DOC TYPE.....CORPORATION REINSTATEMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$375.00

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