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P95000055860

10:58 AM

7/19/95 FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FROM: EDWARDS & ANGELL
DEPARTMENT OF STATE 250 ROYAL PALM WAY
STATE OF FLORIDA PO BOX 3403
409 EAST GAINES STREET PALM BEACH FL 33480-
TALLAHASSEE, FL 32399 CONTACT: REBECCA F BLACK
FAX: (904) 922-4000 PHONE: (407) 833-7700
FAX: (407) 655-8719
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GOLD BEAN COFFEE, INC.
FAX AUDIT NUMBER: H95000007977
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(((H95000007977)))
** ENTER 'M' FOR MENU. **
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Type F1 for help

|BO 13026| |*| 9:32

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95 JUL 19 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/19/95

RECEIVED
95 JUL 19 PM 12:17
DIVISION OF CORPORATIONS

SENT BY: XEROX Telecopier 7017: 7-19-95 : 11:05 :

→ DIV OF CORPORATIONS: # 2

RFB2483

07/19/95

FAX AUDIT #H95000007977

ARTICLES OF INCORPORATION

OF

GOLD BEAN COFFEE, INC.

FILED
95 JUL 19 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be Gold Bean Coffee, Inc.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The total number of shares of all classes which the corporation shall be authorized to issue is Twenty Thousand (20,000) shares of common stock, \$1.00 par value per share.

ARTICLE IV. ADDRESS

The mailing address of the corporation is 4034 S.E. Hammock Place, Jupiter, Florida 33478.

The street address of the initial registered office of the corporation is 4034 S.E. Hammock Place, Jupiter, Florida 33478 and the name of the initial registered agent of the corporation at that address is John G. Igoe.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

FAX AUDIT #H95000007977

John G. Igoe
Florida Bar No. 396184
Edwards & Angell
250 Royal Palm Way

VAX AUNIT #H9S000007977

ARTICLE VI. DIRECTORS

This corporation shall have two (2) directors initially. The names and street addresses of the initial members of the Board of Directors are:

John Michael Parry	4034 S.E. Hammock Place Jupiter, Florida 33478
Lois Hagan Martin	4034 S.E. Hammock Place Jupiter, Florida 33478

ARTICLE VII. INDEMNIFICATION

A. The Corporation shall to the fullest extent permitted by law indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

B. The Corporation may pay in advance any expenses (including attorneys' fees) that may become subject to indemnification under paragraph A above if the person receiving the advance payment of expenses undertakes in writing to repay such payment if it is ultimately determined that such person is not entitled to indemnification by the Corporation under paragraph A above.

C. The indemnification provided by paragraph A above shall not be exclusive of any other rights to which a person may be entitled by law, bylaw, agreement, vote or consent of stockholders or directors, or otherwise.

D. The indemnification and advance payment provided by paragraphs A and B above shall continue as to a person who has ceased to hold a position named in paragraph A above and shall inure to such person's heirs, executors, and administrators.

E. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or who serves or served at the Corporation's request as a director, officer, employee, agent, partner, or trustee of another corporation or of a partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Corporation would have power to indemnify such person against such liability under paragraph A above.

FAX ADMIT #H05000007977

P. If any provision in this Article shall be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired thereby, and, to the extent possible, effect shall be given to the intent manifested by the provision held invalid, illegal, or unenforceable.

ARTICLE VIII. CERTAIN LIMITATIONS ON LIABILITY OF DIRECTORS.

Except to the extent that the Business Corporation Act of the State of Florida prohibits the elimination or limitation of liability of directors for breach of the duties of a director, no director of the Corporation shall have any personal liability for monetary damages for any statement, vote, decision, or failure to act, regarding corporate management or policy. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

John G. Igoe

250 Royal Palm Way, Suite 300
Palm Beach, Florida 33480

ARTICLE X. SHAREHOLDER QUORUM AND VOTING

The shareholders may adopt or amend a bylaw that fixes a greater quorum or voting requirement for shareholders than is required by the Florida Business Corporation Act, provided, however, that the adoption or amendment of a bylaw that adds, changes, or deletes a greater quorum or voting requirement for shareholders must meet the same quorum requirement and be adopted by the same vote and voting groups required to take action under the quorum and voting requirement then in effect or proposed to be adopted, whichever is greater.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 19th day of July, 1995.


John G. Igoe, Incorporator

SENT BY: XEROX Telecopier 7017: 7-19-95 : 11:07 :

→ DIV OF CORPORATIONS: 5

FAX AUDIT #H93000007977

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

The following is submitted in accordance with the requirements of Chapter 48.091, Florida Statutes:

Cold Bean Coffee, Inc., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, in the Town of Palm Beach, County of Palm Beach, State of Florida, has named John G. Igoe, located at 250 Royal Palm Way, Palm Beach, Florida 33480, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, F.S. relative to keeping open said office.

Accepted this 19th day of July, 1995.


John G. Igoe, Registered Agent

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95 JUL 19 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT #H93000007977

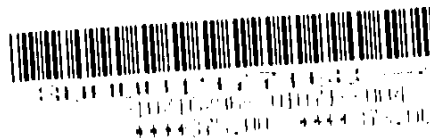
APPLICATION
FOR
REINSTATEMENT
DOCUMENT #

P95000055860

GOLD BEAN COFFEE, INC.

4034 S.E. HAMMOCK PLACE
JUPITER FL 33478

4034 S.E. HAMMOCK PLACE
JUPITER FL 33478



APPROVED
AND
FILED
1996 OCT -3 PM 5:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Please read all instructions before completing this form.
2. Please provide office address if applicable.

3. Date incorporated or chartered
in the State of Florida

07/19/1995

4. F.I.I. Number
65-0518705

Applied For
Not Applicable

\$8.75 Additional Fee required
for a Certificate of Status

5. CERTIFICATE OF STATUS DESIRED

6. Name and Address of Current Registered Agent

D PERRY, JOHN M PERRY

4034 S.E. HAMMOCK PLACE

City / State / Zip

JUPITER FL 33478

D MARTIN, LOIS H

4034 S.E. HAMMOCK PLACE

JUPITER FL 33478

D Snyder, Douglas

1549 SW 4th Avenue

Beach Park FL 33434

REINSTATEMENT

96
SCC 10-5-96

IGOE, JOHN G
% EDWARDS & ANGELL
250 ROYAL PALM WAY, SUITE 300
PALM BEACH FL 33480

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

State, Apt. #, Etc.

City

State Zip Code
FL

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
REGISTERED AGENT MUST SIGN

Date 9-27-96

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

(See other side for information
on intangible tax.)

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

9-27-96
Date

746 8110
Daytime Phone #