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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
400 EAST GATNES STREET MIAMI FL 33135- 9-0000
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
PHONE: (305) 641-3894
FAX: (904) 922-4000 FAX: (305) 641-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: SOUTHERN COFFEE, INC.
FAX AUDIT NUMBER: H95000009007 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/16/1995 TIME REQUESTED: 17:06:08
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 072450003255

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TALLAHASSEE, FLORIDA

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114-15-1760 17123

Carl A. Admitt
PI BAR #171340
File #7.0071(11)

705 CAPITAL BANK BUILDING
1888 KENNEDY CAUSEWAY
NORTH MAY VILLAGE, FLORIDA
33141-4198

TELEPHONE 308-088-4711

ARTICLES OF INCORPORATION
OF

ARTICLE I - NAME

The name of this corporation is SOUTHERN COFFEE, INC.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
100	\$5.00	COMMON

ARTICLE IV - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 516 SWEETWATER WAY, HAINES CITY, FLORIDA 33844

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

ROBERT SHOHER

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) 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. The names and addresses of the initial Directors of this corporation are:

NAME	ADDRESS
ROBERT SHOHER	516 SWEETWATER WAY HAINES CITY, FL 33844

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles

is:

NAME	ADDRESS
ROBERT SHOHER	516 SWEETWATER WAY HAINES CITY, FL 33844

ARTICLE VIII - BY-LAWS

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

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former officer or Director 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

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Amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscriber(s) has/have executed these Articles of Incorporation this 11th day of AUGUST, 1995.


SUBSCRIBER, ROBERT SHOHER

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

In pursuance of Chapter 48.091, Florida Statutes, the
following submitted, in compliance with said Act:
That SOUTHERN COMTEL, INC. desiring to

organize under the laws of the State of FLORIDA with its
principal office, as indicated in the Articles of Incorporation, at
the City of HAINES CITY, County of POLK, State of
FLORIDA, has named ROBERT SHOHER, located at
516 SWEETWATER WAY, City of HAINES CITY,
County of POLK, State of FLORIDA, 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 agree to act in this capacity and agree to
comply with the provision of said Act relative to keeping open said
office.

By: 
ROBERT SHOHER

FILED
SEP 16 AM 10:07
CLERK OF DISTRICT COURT
FLORIDA

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GOURMET CAFE
8731 NORTH FEDERAL HIGHWAY
BOCA RATON, FL 33487

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1896

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THE SUM 35 DOLLARS



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1101 S. Atlantic Blvd.
Pompano Beach, Florida 33060

Southern Coffee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Southern Coffee, Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

The officers of Southern Coffee Inc are amended as follows

President: Brian Bonner

Secretary: Brian Bonner 119 SE G St AVE Dayton Beach

Treasurer: Brian Bonner FL 33435

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 11/11/95

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
- "The number of votes cast for the amendment(s) was/were
sufficient for approval by _____."
voting group
- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 27 of Dec, 19 95.

Signature Brian Bonner
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Brian Bonner
Typed or printed name

President
Title

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Requestor's Name

- BRINN BONNER
119 SE 6TH AVE.
- BOYNTON BEACH FL.
33435

TELEPHONE 1-800-487-1111
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ENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
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3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

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NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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TALLAHASSEE, FLORIDA

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Examiner's Initials

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

I, BRIAN BONNER, hereby resign as PRESIDENT, Sec, Treasurer
(Title)
of SOUTHERN COFFEE 5731 N. FEDERAL HIGHWAY
(Name of Corporation) BOCA RATON, FL. 33487
a corporation organized under the laws of the State of FLORIDA.

That the corporation has been notified in writing of the resignation.

Brian Bonner
(Signature of resigning officer/director)

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96 FEB 22 10:56
TALLAHASSEE, FLORIDA

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314