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Florida Department of State
Division of Corporations
P.O. Box 6327

or

George Firestone Building
409 E. Gaines Street
Tallahassee, Fla. 32399

FILED
56 MAY 29 PM 5:57
TALLAHASSEE, FLORIDA

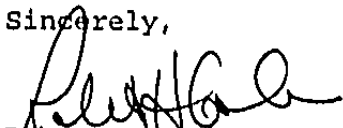
Dear Department of State,

Enclosed please find the Articles of Incorporation for
HARDDRIVES COFFEE HOUSE, INC.

Also enclosed is a check in the amount of \$ 70.00 covering
filing fees.

If there are any questions, please get in touch with
me directly.

Sincerely,


Robert H. Cohen
RHC Accounting & Tax Service
10198 NW 47th St.
Sunrise, FL 33351

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ARTICLES OF INCORPORATION
OF

HARDDRIVES COFFEE HOUSE, INC.

The undersigned, for the purposes of foregoing a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation.

ARTICLE I

Corporate Name and Address

The name of the corporation is HardDrives Coffee House, Inc. located at 1490 State Rd 84 Ft Lauderdale, Fl 33315.

ARTICLE II

Term of Existence

The duration of the corporation is perpetual, to be commenced with the filing of these articles of incorporation with the Department of State of the State of Florida.

ARTICLE III

Nature of Corporate Business

The general purpose for which the corporation is organized is
1. to engage in a coffee house and to do that which is incidental to the foregoing, or necessary, or desireable in order to accomplish the foregoing; and
2. to transact any other lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares. Such shares shall be of single class and shall have a par value of \$ 1.00 per share.

ARTICLE V

Initial Agent

The address of the initial registered office of the corporation is 1490 State Rd 84 Ft Lauderdale, Fl 33315 and names Anne Berman as the registered agent.

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TALLAHASSEE, FLORIDA

ARTICLE VI
Initial Board of Directors

The number of directors constituting the initial board of directors is two (2).

The name and address of each person who is to serve as a member of the initial board is:

<u>NAME</u>	<u>ADDRESS</u>
Anne Berman	1740 SW 67th Terrace Plantation, Fl 33317
Adam Berman	1740 SW 67th Terrace Plantation, Fl 33317

ARTICLE VII
Incorporators

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Anne Berman	Same
Adam Berman	Same

Executed on 5/24, 1996 by:

Anne Berman

Anne Berman


Adam Berman

Adam Berman

STATE OF FLORIDA
COUNTY OF BROWARD

I hereby certify that on this 24 day of MAY, 1996, before
me personally appeared Anne Berman & Adam Berman
directors of HardDrives Coffee House, Inc.
under the laws of the State of Florida, to me known to be the
person described in and who executed the foregoing instrument
and severally acknowledge the execution thereof to be their
free act and deed as such directors., for the uses and
purposes therein mentioned; and the said instrument is the
act and deed of said corporation.

Witness my signature and official seal on 5/24, 1996, in the
county of Broward and the state of Florida.


Notary Public
State of Florida



ROBERT H. COHEN
My Comm Exp. 5/05/98
Bonded By Service Inc.
No. CC360893
[[Signature]]

My Commission expires

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY

BE SERVED

In pursuance to chapter 48.901, Florida statues, the
following is submitted in compliance with said act:

First---, HARDDRIVES COFFEE HOUSE, 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 Ft Lauderdale has named
Anne Berman to accept service of process in the State
of Florida.

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

Anne Berman
By: Agent-Anne Berman