

BACHMAN CPA

Certified Public Accountant and Consultant

D9600056560

June 28, 1996

FILED
96 JUL -1 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

300001882233
-07/02/96--01132--008
****122.50 ****122.50

SUBJECT: Perks Parkside Coffeehouse, Inc.

Enclosed is an original and one copy of the Articles of Incorporation and a check for \$122.50 (filing fee and one certified copy).

Please make the effective date of incorporation July 1, 1996.

Return to Bachman CPA in the enclosed Airborne Express package.

Sincerely,

Karen Cope Bachman, CPA
Karen Cope Bachman CPA

encls.

**ARTICLES OF INCORPORATION
OF**

Perks Parkside Coffeehouse, Inc.

ARTICLE I

Corporate Name

The name of this corporation is **Perks Parkside Coffeehouse, Inc.**

ARTICLE II

Nature of Business and Powers

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of common stock that this Corporation is authorized to issue and have outstanding at any one time is 2 shares having a par value of \$1.00 per share.

ARTICLE IV

Preemptive Rights

Every shareholder, upon the issuance 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 at the price and on the terms at which it is offered to others.

ARTICLE V

Terms of Existence

The corporation shall have perpetual existence. Effective date of incorporation requested July 1, 1996.

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ARTICLE VI

Registered Agent and Initial Registered Office

The Resident Agent and the street address of the initial Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

JoEllen Michael

18811 5th Street S.W.

Lutz, Florida 33549

The mailing address of the corporation is:

Perks Parkside Coffeehouse, Inc.

18811 5th Street S.W.

Lutz, Florida 33549

ARTICLE VII

Board of Directors

This corporation shall have (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII

Initial Directors

The name of the original directors of this Corporation and their street address is:

JoEllen Michael

Anne M. Miller

18811 5th Street S.W.

18118 U.S. Hwy. 41 N. Lot 33A

Lutz, Florida 33549

Lutz, Florida 33549

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever shall first occur.

ARTICLE IX

Incorporator

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

JoEllen Michael

18811 5th Street S.W.

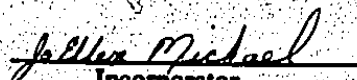
Lutz, Florida 33549

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of incorporation this 28th day of June, 1996.


Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

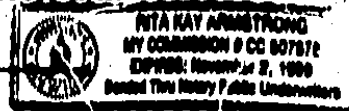
BEFORE ME, a Notary Public, personally appeared JoEllen Michael who produced identification, FL Drivers License, proved to be the person described as Incorporator

and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to these Articles of Incorporation on June 28, 1996.

Rita Kay Armstrong
NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

(NOTARIAL SEAL)

My commission expires



ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the appointment and designation as Registered Agent for Perks Parkside Coffeehouse, Inc. this 28th day of June, 1996 and agrees to comply with all laws applicable to said capacity.

Having being named to accept service of process for the above named Corporation at the place designated in this certificate, hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the appointment in complete performance of my duty applicable to said capacity.

Dated: June 28, 1996

JoEllen Michael

JoEllen Michael
Resident Agent
Address: 18811 5th Street S.W.
Lutz, Florida 33549

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