

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
800-342-8000

P960/00059914



PRIMECHART  
FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 021291 4312129

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 16, 1996

ORDER TIME : 12:18 PM

ORDER NO. : 021291

CUSTOMER NO: 4312129

CUSTOMER: Ellen Clark, Legal Assist  
DICKENSON, MURDOCK, REX, &  
SLOAN ESQ.  
980 North Federal Highway  
Suite 410  
Boca Raton, FL 33432

700001895557  
-07/16/96--01172--014  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: FLORIDA ESPRESSO, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

510-  
W96-4889

7/17/96

FILED  
SECRETARY OF STATE  
CORPORATIONS  
96 JUL 16 PM 3:34

96 JUL 16 PM 3:17  
RECEIVED CONFIDENTIAL



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 17, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: FLORIDA ESPRESSO, INC.  
Ref. Number: W96000014889

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for FLORIDA ESPRESSO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide an English translation for the entity's name in your cover letter.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 096A00034560

Florida Coffee, Inc.

FILED STATE  
SECRETARY OF CORPORATIONS  
96 JUL 16 PM 3:34

ARTICLES OF INCORPORATION  
OF  
FLORIDA ESPRESSO, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 16 PM 3:34

ARTICLE I.

NAME

The name of the Corporation is: FLORIDA ESPRESSO, INC.

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

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

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 980 N. Federal Highway, Suite 410, Boca Raton, Florida 33432.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 980 N. Federal Highway, Suite 410, Boca Raton, Florida 33432, and the name of the initial registered agent of this Corporation at that address is DAVID B. DICKENSON.

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have one (1) director initially.

The number of directors may be increased or decreased from time to time by the By-Laws. The names and address of the initial directors is:

Jurgen W. Roder  
980 N. Federal Highway, Ste. 410  
Boca Raton, Florida 33432

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue Five Thousand (5,000) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

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

DAVID B. DICKENSON  
980 N. Federal Hwy., Ste. 410  
Boca Raton, Florida 33432

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION


The Corporation shall indemnify any officer, director, employee or agent or any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE XIII.

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15<sup>th</sup> day of July, 1996.

  
\_\_\_\_\_  
DAVID B. DICKENSON

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 15<sup>th</sup> day of July, 1996, by DAVID B. DICKENSON. He is personally known to me, or \_\_\_\_\_ produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida

[SEAL]

ELLEN M. CLARK  
Printed Name of Notary/Serial Number

My Commission Expires:



**ELLEN M. CLARK**  
COMMISSION # CC 523990  
EXPIRES FEB 17, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.


ACCEPTANCE OF REGISTERED AGENT

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 16 PM 3:34

The undersigned being named as Registered Agent to accept service of process of FLORIDA ESPRESSO, INC., at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date:

July 15, 1996

  
\_\_\_\_\_  
DAVID B. DICKENSON

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**P96000059914**

European Union Tobacco  
Trading, Inc

500002288065--7  
-09/09/97--01034--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Art of Inc. File \_\_\_\_\_

LTD Partnership File \_\_\_\_\_

Foreign Corp. File \_\_\_\_\_

L.C. File \_\_\_\_\_

Fictitious Name File \_\_\_\_\_

Trade/Service Mark \_\_\_\_\_

Merger File \_\_\_\_\_

☒ Art. of Amend. File \_\_\_\_\_

RA Resignation \_\_\_\_\_

Dissolution / Withdrawal \_\_\_\_\_

Annual Report / Reinstatement \_\_\_\_\_

☒ Cert. Copy \_\_\_\_\_

Photo Copy \_\_\_\_\_

Certificate of Good Standing \_\_\_\_\_

Certificate of Status \_\_\_\_\_

Certificate of Fictitious Name \_\_\_\_\_

Corp Record Search \_\_\_\_\_

Officer Search \_\_\_\_\_

Fictitious Search \_\_\_\_\_

Fictitious Owner Search \_\_\_\_\_

Vehicle Search \_\_\_\_\_

Driving Record \_\_\_\_\_

UCC 1 or 3 File \_\_\_\_\_

UCC 11 Search \_\_\_\_\_

UCC 11 Retrieval \_\_\_\_\_

Courier \_\_\_\_\_

97 SEP 11 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

97 SEP -9 AM 9:56  
DIVISION OF CORPORATION

RECEIVED

9/11  
Name Change  
C.C.

W97000020748

Changed adoption

Signature \_\_\_\_\_

Requested by: C-883 9.9 933

Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_





FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthum  
Secretary of State

September 9, 1997

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: FLORIDA ESPRESSO, INC.  
Ref. Number: P96000059914

DIVISION OF CORPORATION

97 SEP 11 AM 10:27

RECEIVED

We have received your document for FLORIDA ESPRESSO, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Joy Moon-French  
Corporate Specialist

Letter Number: 697A00044889

Corrected

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
FLORIDA ESPRESSO, INC.

FILED  
97 SEP 11 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1. Article I. of the Articles of Incorporation of FLORIDA ESPRESSO, INC. is amended to read as follows:

EUROPEAN UNION TOBACCO TRADING, INC.


2. The foregoing amendment was approved by the Incorporator on August 29, 1997, and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned Incorporator of this Corporation has executed these Articles of Amendment on September 10, 1997.

  
DAVID B. DICKENSON, Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Amendment were acknowledged before me this 10th day of September, 1997, by DAVID B. DICKENSON, Incorporator of FLORIDA ESPRESSO, INC., on behalf of the Corporation. He ☒ is personally known to me, or \_\_\_\_\_ produced \_\_\_\_\_ as identification, and did not take an oath

  
NOTARY PUBLIC, State of Florida

Sandy Cohen

Printed name of Notary/Serial No.

My Commission Expires:

[SEAL]

OFFICIAL NOTARY SEAL  
SANDY COHEN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC553446  
MY COMMISSION EXP. MAY 19 2000