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November 15, 1996

225 King Street
Cocoa, Florida 32922

Department of State
Corporate Records/Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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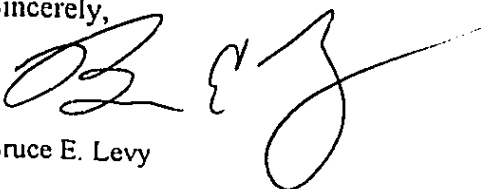
Dear Secretary of State,

Enclosed find one original and one copy of the Articles of Incorporation of **Island Coffee, Inc.**

If for some reason this name is already taken then contact Bruce Levy at (407) 632-1005.

Also find enclosed a check made payable to Secretary of State in the amount of \$122.50 which includes the statutory filing fee (\$35.00), Designation of Registered Agent (\$35.00) and Certified Copy (\$52.50). Your assistance in establishing the corporation to be known as Island Coffee, Inc. is appreciated.

Sincerely,


Bruce E. Levy

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BSB

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96 NOV 18 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article of Incorporation
of
Island Coffee, Inc.

FILED
96 NOV 18 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 621 of the laws of the State of Florida.

Article I. Name

The name of the corporation shall be:
Island Coffee, Inc.

The address of the principal office of this corporation shall be 225 King Street Cocoa, Florida 32922 and the mailing address of the corporation shall be the same.

Article II. Nature of Business

The general nature of business to be transacted by this entity shall be to sell store made specialty coffee both retail and to area restaurants and to do any and all things necessary for the carrying out of this business or any sidelines thereto. 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$10.00 par value per share.

Article IV. Registered Agent

The street address of the initial registered office of the corporation shall be 580 Park Avenue Merritt Island, Florida and the name of the initial registered agent of the corporation at that address is Bruce E. Levy.

Article V. Term of Existence

This corporation is to exist perpetually.

Article VI. Officers and Directors

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successor are elected or appointed are:

Bruce E. Levy
Director, President

580 Park Avenue
Merritt Island, FL 32953

Samuel E. Levy
Vice President,
Secretary, Treasurer

225 King Street
Cocoa, FL 32922

VII. Incorporator

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

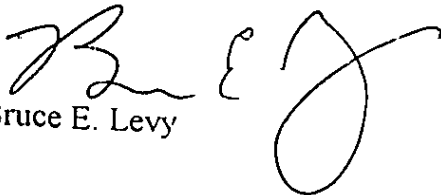
Name
Street
City State Zip

Bruce E. Levy
580 Park Avenue
Merritt Island, FL 32953

The undersigned incorporator has executed these Articles of Incorporation this 15th day of November, 1996.

Signature

Bruce E. Levy

A handwritten signature in black ink, appearing to be "Bruce E. Levy", written over the printed name.

Registered Agent Acceptance

I hereby am familiar with and accept the obligations of the position of
Registered Agent under Section 607.0505, Florida Statutes.


Bruce E. Levy

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA