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REPLY TO:  
208 PONTE VEDRA PARK DR., SUITE 101

May 22, 1997

FILED  
97 MAY 23 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: Articles of Incorporation of  
ERIC'S COFFEE & TEA COMPANY

500002190155--3  
-05/23/97--01094--020  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir:

Enclosed herein please find original Articles of Incorporation for **ERIC'S COFFEE & TEA COMPANY** along with our check in the amount of \$122.50 for the filing fee. We have enclosed a photocopy of said Articles of Incorporation which we would like for you to stamp with the document filing information (but is not to be certified) and return to us at:

WATSON & OSBORNE, P.A.  
208 Ponte Vedra Park Drive  
Suite 101  
Ponte Vedra Beach, FL 32082

We trust you will find the enclosures in order, however if additional information is desired, please do not hesitate to contact our office.

Sincerely,

WATSON & OSBORNE, P.A.

*Dawn M. Rawar*  
Legal Assistant

KW/ss

208 PONTE VEDRA PARK DR., SUITE 101  
PONTE VEDRA BEACH, FL 32082  
19041 273-7008  
FAX 19041 273-6389

6826 LILLIAN ROAD  
JACKSONVILLE, FLORIDA 32211  
19041 784-6333  
FAX 19041 787-6890

3030 HARTLEY ROAD, SUITE 290  
JACKSONVILLE, FLORIDA 32207  
19041 280-6889  
FAX 19041 280-5183

1866 DUNN AVENUE, SUITE 2  
JACKSONVILLE, FLORIDA 32218  
19041 787-7830  
FAX 19041 787-7827

2800 MONUMENT ROAD, SUITE 201  
JACKSONVILLE, FLORIDA 32226  
19041 641-2720  
FAX 19041 641-6806

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ERIC'S COFFEE & TEA COMPANY

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE ONE**

The name of the corporation is ERIC'S COFFEE & TEA COMPANY

**ARTICLE TWO**

The duration of the corporation is perpetual.

**ARTICLE THREE**

The general purposes for which the corporation is organized are:

1. To conduct business normal to the operation of a specialty coffee shop.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the

foregoing.

#### ARTICLE FOUR

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than one (1) persons. Stock will be issued and transferred only to: (1) natural persons, (2) estates, or (3) a trust as described in Title 26, United States Code, Section 1371 defining a qualified "small business corporation". In addition, no stock shall be issued or transferred to a non-resident alien.

#### ARTICLE FIVE

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) each. The shares of stock are to be issued as follows:

<u>NAME</u>	<u>SHARES</u>
DOUGLAS E. KOVACH	100

#### ARTICLE SIX

The street address of the principal office of the corporation is 13700 Sutton Park Drive North, Jacksonville, Florida 32224.

#### ARTICLE SEVEN

The names and addresses of the officers of ERIC'S COFFEE & TEA COMPANY are as follows:

<u>NAME</u>	<u>ADDRESS</u>
DOUGLAS E. KOVACH President, Secretary and Treasurer	13700 Sutton Park Drive North Jacksonville, FL 32224

#### ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is one (1). The name, address and title of the person who is to serve as a member of the initial board of directors is:

<u>NAME</u>	<u>ADDRESS</u>
DOUGLAS E. KOVACH	13700 Sutton Park Drive North Jacksonville, FL 32224

#### ARTICLE NINE

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
DOUGLAS E. KOVACH	13700 Sutton Park Drive North Jacksonville, FL 32224

#### ARTICLE TEN

This corporation may be dissolved prior to the time fixed in these Articles of Incorporation by an affirmative vote of the stockholders then holding Fifty-one percent (51%) of its voting capital stock at a meeting of the stockholders called for that purpose, in the manner, not inconsistent with Florida law, set forth in the bylaws, if any. In the event of such dissolution,

the affairs of the corporation shall be wound up in the manner provided by the Florida General Corporation Act.

Executed by the undersigned at Ponte Vedra Beach, Florida on this 22nd day of May, 1997.

WITNESSES:

Laura A. Gibson  
Christie Youngblood

INCORPORATOR:

Douglas E. Kovach  
DOUGLAS E. KOVACH

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and in the County aforesaid to take acknowledgements, personally appeared DOUGLAS E. KOVACH, as Incorporator, President, Secretary and Treasurer of ERIC'S COFFEE & TEA COMPANY, to me known to be the person described in or who furnished current Florida drivers license or \_\_\_\_\_ as identification and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes expressed therein.

WITNESS my hand and official seal in the County and State last aforesaid this 22nd day of May, 1997.

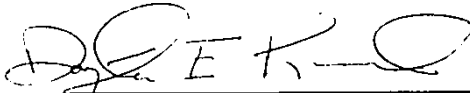
Dawn M. Ravan  
Notary Public, State of Florida  
Commission #: DAWN M. RAVAN  
Commission Expiration date:  
(Seal)



INITIAL REGISTERED AGENT OF  
ERIC'S COFFEE & TEA COMPANY

The address of the initial registered agent of the corporation is: 13700 Sutton Park Drive North, Jacksonville, FL 32224, and the name of its initial registered agent at such address is DOUGLAS E. KOVACH.

By his signature below, DOUGLAS E. KOVACH accepts designation as registered agent of ERIC'S COFFEE & TEA COMPANY

  
\_\_\_\_\_  
DOUGLAS E. KOVACH

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