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ARTICLES OF INCORPORATION

OF

H 97000013539 GRAND FINALÉ COFFEE & PASTRIES, INC.

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

ARTICLE I - NAME

The name of this corporation is GRAND FINALÉ COFFEE & PASTRIES, INC.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) Shares of \$1.00 par value common stock, which shall be designated "Common Shares". There shall be only one (1) class of stock.

ARTICLE V - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of the corporation.

ARTICLE VI - INITIAL PRINCIPLE OFFICE

The street address of the initial principle office of GRAND FINALÉ COFFEE & PASTRIES, INC. is 905 North Dixie Highway, West Palm Beach, FL 33401.

Prepared by:
Kirk Grantham, Esq.
1860 Forest Hill Blvd., Suite 103
West Palm Beach, FL 33406
(561) 966-6211
Fla. Bar No. 133803

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ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of this corporation is MICHAEL MITZELFELD, 1100 North Olive Avenue, West Palm Beach, FL 33401.

ARTICLE VIII - BOARD OF DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the directors of the corporation. Directors need not be residents or citizens of the State of Florida. The directors may take action by written consent without a meeting as provided by law. The name and address of the initial director(s) of this corporation is:

T. PAUL JETTY	1100 North Olive Avenue West Palm Beach, FL 33401
GARY PHILLIPS	1100 North Olive Avenue West Palm Beach, FL 33401
MICHAEL MITZELFELD	1100 North Olive Avenue West Palm Beach, FL 33401

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name and address of the person(s) signing these Articles of Incorporation are:

T. PAUL JETTY	1100 North Olive Avenue West Palm Beach, FL 33401
GARY PHILLIPS	1100 North Olive Avenue West Palm Beach, FL 33401
MICHAEL MITZELFELD	1100 North Olive Avenue West Palm Beach, FL 33401

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IN WITNESS WHEREOF, the undersigned have executed these
Articles of Incorporation this 14th day of AUGUST, 1997.

T. Paul Jetty
T. PAUL JETTY

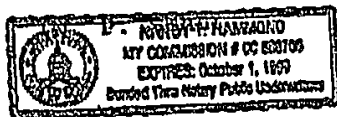
Gary A. Phillips
GARY PHILLIPS

Michael Mitzelfeld
MICHAEL MITZELFELD

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14th
day of August, 1997 by T. PAUL JETTY who is personally
known to me or who produced _____
as identification.



Nancy T. Hammond
Notary Public, State of Florida

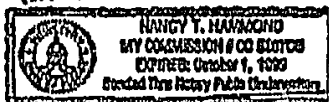
Print or stamp name of notary public, commission
number and date of expiration

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14th
day of August, 1997 by GARY PHILLIPS who is personally
known to me or who produced _____
as identification.

(N. P. SEAL)



Print or stamp name of notary public, commission
number and date of expiration

Nancy T. Hammond
Notary Public, State of Florida

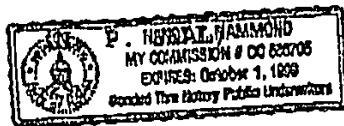
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STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14th
day of August, 1997 by MICHAEL MITZELFELD who is
personally known to me or who produced _____
as identification.



Herbert Hammond
Notary Public, State of Florida

Print or stamp name of notary public, commission
number and date of expiration

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DESIGNATION AND ACCEPTANCE

OF REGISTERED AGENT

GRAND FINALE COFFEE & PASTRIES, INC. hereby appoints MICHAEL MITZELFELD to act as Registered Agent for the purpose of Accepting service of process in accordance with the provisions of Chapter 607, F.S.A.

The undersigned does hereby accept such appointment.


MICHAEL MITZELFELD

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