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October 7, 1997

FILED STATE
DIVISION OF CORPORATIONS
97 OCT -8 AM 11:51

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Via Express Mail

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RE: NATIONAL COFFEE BRANDS, INC.

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above referenced corporation and Certificate of Designation of Registered Agent and Office. A check in the amount of \$122.50 is enclosed for applicable filing and copy fees.

Thanks so much for your assistance in this matter.

FROM: Suzanne B. Snow, Legal Assistant
Varnum, Riddering, Schmidt & Howlett LLP
P.O. Box 352
Grand Rapids, Michigan 49501-0352
Telephone: (616) 336-6638
Fax: (616) 336-7000

#77754

ARTICLES OF INCORPORATION

OF

NATIONAL COFFEE BRAND, INC.

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The following Articles of Incorporation are executed by the Incorporator for the purpose of forming a profit corporation pursuant to section 607.0202, Florida Statutes

ARTICLE I. NAME

The name of the corporation is National Coffee Brands, Inc.

ARTICLE II. GENERAL PURPOSES

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the Florida Business Corporation Act.

ARTICLE III. CAPITAL STOCK

The total authorized capital stock is One Hundred Thousand (100,000) shares of a single class of common stock. Each such share shall be equal to every other such share.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The address of the initial registered office, which is the same as the mailing address, is 424 Flagler Road, SE, Winter Haven, Florida 33884. The name of the initial resident agent is David Workman.

ARTICLE V. INCORPORATOR

The name and address of the Incorporator is as follows:

David G. Workman
424 Flagler Road, SE
Winter Haven, Florida 33884

The undersigned Incorporator of the corporation has signed these Articles of Incorporation on this 22 day of October, 1997.


David G. Workman, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida:

1. The name of the corporation is NATIONAL COFFEE BRANDS, INC.
2. The name and address of the registered agent and office is:
David G. Workman
424 Flagler Road, SE
Winter Haven, Florida 33884

Date: October 3, 1997

By: 
David Workman

Its: Secretary

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: October 3, 1997


David Workman

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