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ACCOUNT NO. : 072100000032

REFERENCE : 564822 7137901

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 14, 1997

ORDER TIME : 3:27 PM

ORDER NO. : 564822-005

CUSTOMER NO: 7137901

700002320547--2

-10/15/97--01008--011

\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Ms. Linda S. Talbott  
CHOCOLATE MOOSE COFFEEHOUSE,  
INC.  
173 West Riverbend Drive

Fort Lauderdale, FL 33326

DOMESTIC FILING

NAME: CHOCOLATE MOOSE COFFEEHOUSE,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 OCT 15 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LN OCT 15 1997

ARTICLES OF INCORPORATION

Chocolate Moose Coffeehouse, Inc.  
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Chocolate Moose Coffeehouse, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five hundred shares ( 500 ) of One  
Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Chocolate Moose Coffeehouse, Inc.</u>		
ADDRESS	<u>PO Box 550432</u>		
CITY	<u>Ft. Lauderdale</u>	FLORIDA	ZIP <u>33355</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>Linda Talbott</u>		
ADDRESS	<u>173 W Riverbend Dr.</u>		
CITY	<u>Sunrise</u>	FLORIDA	ZIP <u>33326</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two ( 2 ) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Linda Talbott</u>		
ADDRESS	<u>173 W. Riverbend Dr</u>		
CITY	<u>Sunrise</u>	STATE <u>FL</u>	ZIP <u>33326</u>
NAME	<u>Carol Chirinos</u>		
ADDRESS	<u>700 Verona Court</u>		
CITY	<u>Weston</u>	STATE <u>FL</u>	ZIP <u>33326</u>
NAME			
ADDRESS			
CITY		STATE	ZIP

# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Linda Talbott		
ADDRESS	173 W. Riverbend Dr		
CITY	Sunrise	STATE	FL ZIP 33326
NAME	Carol Chirinos		
ADDRESS	700 Verona Court		
CITY	Weston	STATE	FL ZIP 33326
NAME	A/A		
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 1 day of October, 19 97.

Linda Talbott (Seal)  
Carol Chirinos (Seal)  
 \_\_\_\_\_ (Seal)

STATE OF FLORIDA )  
 COUNTY OF Broward ) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Linda Talbott and Carol Chirinos

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 1 day of Oct, 19 97

(Notary Seal)



Shirley E. Barger  
 (Notary Public, State of Florida at Large)

My Commission expires:  
Sept 5, 1998

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Chocolate Moose Coffeehouse, Inc

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 173 W. Riverbend Dr

Sunrise, FL 33326

has named Linda Talbott

located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

Linda Talbott  
(registered agent)

FILED  
97 OCT 15 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA