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Law Offices Of
TOM B. BENHAM, P.C.
SUITE 320
380 INTERSTATE NORTH PARKWAY
ATLANTA, GEORGIA 30339-2282
(770) 955-1118

TOM B. BENHAM
ADMITTED IN GEORGIA & FLORIDA

FAX NO. (770) 955-6326

February 25, 1998

VIA FEDEX 2DAY

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

800002441638--2
-02/26/98--01069--005
*****70.00 *****70.00

Re: Roast Houses of America, Inc.
- Incorporation

Dear Ladies/Sirs:

I enclose the original and one copy of Articles of Incorporation of Roast Houses of America, Inc., with Acknowledgement by Resident Agent attached. I also enclose a check in the amount of \$70.00 for your incorporation fee.

Thank you for your assistance.

Sincerely,


Tom Benham

TBB:sjb
enc.

Sandy
AUTHORIZATION BY PHONE TO
CORRECT *art*
DATE *2/27/98*
DOC. EXAM. *TUN*

FILED
98 FEB 26 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/27/98-TUN

ARTICLES OF INCORPORATION
OF
ROAST HOUSES OF AMERICA, INC.

FILED
98 FEB 26 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1.

The name of the corporation is:

ROAST HOUSES OF AMERICA, INC.

2.

The corporation shall have perpetual duration.

3.

The corporation is created under the Florida Business Organizations Statute and is organized as a corporation to transact any and all lawful business for which corporations may be incorporated.

4.

The corporation shall have authority exercised by the Board of Directors to issue not more than Ten Thousand (10,000) shares of stock.

5.

The initial registered office of the corporation shall be at 8362 Shadowood Boulevard, Coral Springs, Florida 33701, and the initial registered agent at said address shall be Richard Lenoble.

6.

The name and address of the incorporator is Tom Benham, 380 Interstate North Parkway, Suite 320, Atlanta, Georgia 30339.

7.

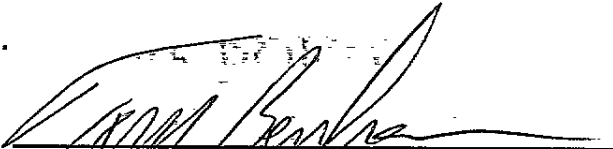
The mailing address of the initial principal office of the corporation is 4100 N. Powerline Road, Suite N3, Pompano Beach, Florida 33073.

8.

The initial Board of Directors shall consist of one (1) member. His name and address is as follows:

Edward Astin
121 Candlewood Road
Rocky Mount, North Carolina 27804

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of Incorporation.


TOM BENHAM, Incorporator

TOM B. BENHAM, P.C.
380 Interstate North Parkway
Suite 320
Atlanta, Georgia 30339-2282
(770) 955-1118

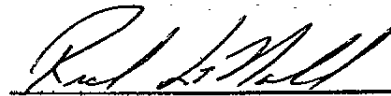
2-19-1998 1:32PM

FROM TOM B BENHAM PC 7709556326

P.2

ACKNOWLEDGEMENT BY RESIDENT AGENT

HAVING BEEN named to accept service of process for ROAST HOUSES OF AMERICA, INC., at place designated in these Articles of Incorporation, I hereby accept the designation to serve in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office of this corporation.



RICHARD LENOBLE
Resident Agent

8362 Shadowood Boulevard
Coral Springs, Florida 33071

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA