

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAY 21 PM 12:43

P98000045944

Mountain Coffee
Corporation

~~800092521318-0104~~
05/21/98 10:25
***122.50 ***122.50

- Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

DIVISION OF CORPORATIONS
98 MAY 21 11:10:25
SECRETARY OF STATE

Signature _____

Requested by: RS 5/21/98 9:31
Name Date Time

Walk-In _____ Will Pick Up _____

RP
05-21-98

ARTICLES OF INCORPORATION OF
MOUNTAIN COFFEE CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAY 21 PM 12:43

ARTICLE I
NAME

The name of this corporation is MOUNTAIN COFFEE CORPORATION.

ARTICLE II
PURPOSE

This corporation is organized to do any and all lawful business.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares (1,000) of stock, at \$1.00 par value.

ARTICLE IV
INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation, together with the agent's address, is Christopher Langen, Esq., 112 South Hibiscus Drive, Miami, FL 33139-5130

ARTICLE V
INITIAL MAILING ADDRESS

The initial mailing address of this corporation is c/o Christopher Langen, Esq., 112 South Hibiscus Drive, Miami, Florida, 33139-5130.

ARTICLE VI
BOARD OF DIRECTORS

This corporation shall have at least one director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws. The initial director of the corporation and her address are:

Ms. Luciene Ribeiro Tavares
c/o Christopher Langen, Esq.
112 South Hibiscus Drive
Miami, Florida 33139-5130

ARTICLE VII
RESTRICTIONS AND LIMITATIONS ON ACTIONS OF DIRECTORS, OFFICERS,
EMPLOYEES

a. Restrictions on Actions of Directors: Whenever there shall be more than one director comprising the Board of Directors, the following policy shall apply:

No director may act alone on behalf of the corporation, unless such director is carrying out a decision established pursuant to the next sentence. Any decision or action of a director shall require that same be approved by a majority or all of the directors. No third party is entitled to rely upon a decision or action of one director, without proof of authorization by a majority or all the directors of the corporation.

b. Restriction on Actions of Officers. No officer may sign a document, contract, or check or other obligation of the corporation unless one other officer shall likewise sign such document, contract, or check, and no officer, acting individually, shall have the power to obligate the corporation. No third party is entitled to rely upon a decision or action of one officer, without obtaining confirmation of another officer.

c. Restrictions on Actions of Employees. No Manager or other employee shall, in the performance of his or her duties, take any action unless such shall be according to a strategy, instructions, or policy established by at least two duly authorized directors or officers, and by them communicated jointly to the manager or other employee.

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles is:

Fernanda Sabbag
112 South Hibiscus Drive, Miami, FL 33139-5130.

ARTICLE IX
INDEMNIFICATION

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

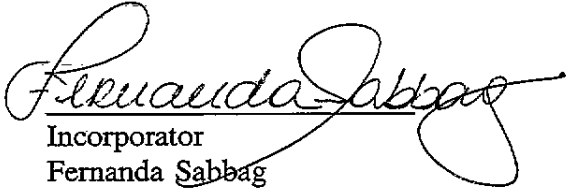
ARTICLE X
BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE XI
CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of the filing of these Articles with the Secretary of State.

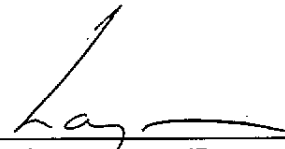
In witness whereof, the undersigned incorporator executed these Articles of Incorporation this 20th. day of May, 1998.


Incorporator
Fernanda Sabbag

ACCEPTANCE BY REGISTERED AGENT

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.

This acceptance is dated the 20th. of May, 1998.



Christopher Langen, Esq.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 21 PM 12:43