

P980000073869

Mario Schwarz / Coffee World

400 Mandalay Ave.

Clearwater Beach, FL 33767

Ⓢ (813) 442-5849

August 21, 1998

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-08/13/98--01034--021
****122.50 ****122.50

Tracy Augsburg
c/o Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Ref. Number: W98000018648

→ Schwarz - Breithoff, Inc.

Dear Tracy Augsburg,

Please find enclosed corrected application for incorporation as me Mario Schwarz as the incorporator.

Please note the correct spelling of my last name. It was spelled incorrect in your correspondence.

Any future correspondence should be mailed to the above said address.

I appreciate your cooperation.

Sincerely,

Mario Schwarz

FILED
98 AUG 24 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mario sd. please
send to him at
Coffee World.

TA - 8/24/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 17, 1998

HEIKO BONNER
41 N FORT HARRISON AVE
CLEARWATER, FL 33755

SUBJECT: SCHWARTZ - BREITHOFF, INC.
Ref. Number: W98000018648

We have received your document for SCHWARTZ - BREITHOFF, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

THERE CAN ONLY BE ONE PERSON LISTED AS THE REGISTERED AGENT. PLEASE CORRECT ARTICLE 4 AND MAKE SURE THAT SAME PERSON IS LISTED ON THE CERTIFICATE OF DESIGNATION, ALONG WITH THE CORRECT REGISTERED AGENT SIGNATURE. PLEASE COMPLETE ARTICLE 5 TO SHOW THE INCORPORATOR'S NAME WHO SIGNED THESE ARTICLES.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Tracy Augsburger
Document Specialist

Letter Number: 598A00042456

ARTICLES OF INCORPORATION
of

Schwarz - Breithoff, Inc.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

98 AUG 24 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Article 1. The name of the Corporation is:

Schwarz - Breithoff, Inc.

Article 2. The principal place of business and mailing address of this corporation is:

400 Mandalay Ave., Clearwater Beach, Fl. 33767

Article 3. The corporation is authorized to issue one class of stock, that stock being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

Mario Schwarz, 400 Mandalay Ave., Clearwater Beach, Fl. 33767

Article 5. The name and street address of the incorporator of this corporation is:

Mario Schwarz, 400 Mandalay Ave., Clearwater Beach, Fl. 33767

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

8/21/98
Date

M. Schwarz
Signature of Incorporator

Mario Schwarz
Name of Incorporator

CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

Mario Schwarz

Name


400 Mandalay Ave.

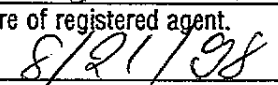
Street address

Clearwater Beach, Fl. 33767

City/State/ZIP

Having been named as the 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.


Signature of registered agent.


Date of signature

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA