



THE UNITED STATES
CORPORATION
COMPANY

P98000094770

ACCOUNT NO. : -072100000032

REFERENCE : 025512 8739A

AUTHORIZATION :

Patricia Pizub

COST LIMIT : \$ 70.00

ORDER DATE : November 9, 1998

ORDER TIME : 11:45 AM

ORDER NO. : 025512-005

CUSTOMER NO: 8739A

600002683476--6

CUSTOMER: Jonathan Shepard, Esq
SIEGEL LIPMAN DUNAY & SHEPARD,
SIEGEL LIPMAN DUNAY & SHEPARD,
Suite 801
5355 Town Center Road
Boca Raton, FL 33486

DOMESTIC FILING

NAME: JOE PEPPERS ROASTED PEPPER
CAFE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -9 PM 2:50

g 11/9/98

DIVISION OF CORPORATION

98 NOV -9 PM 1:53

RECEIVED

**ARTICLES OF INCORPORATION
OF
JOE PEPPERS ROASTED PEPPER CAFE, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -9 PM 2:50

**ARTICLE 1
NAME**

The name of this Corporation is Joe Peppers Roasted Pepper Cafe, Inc.

**ARTICLE 2
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation shall be 1503 S. Ocean Boulevard, Boca Raton, Florida 33432.

**ARTICLE 3
MAILING ADDRESS**

The mailing address of this Corporation shall be 1503 S. Ocean Boulevard, Boca Raton, Florida 33432.

**ARTICLE 4
PURPOSES AND POWERS**

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE 5
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, without par value per share, which shares of Common Stock, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution.

**ARTICLE 6
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 1503 S. Ocean Boulevard, Boca Raton, Florida 33432, and the name of the initial registered agent of this Corporation at that address is Joseph Modica, Jr.

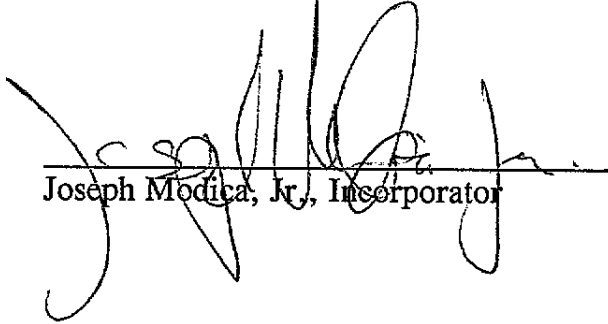
ARTICLE 7
INCORPORATOR

The name and address of the person signing these Articles of Incorporation, the Incorporator, is Joseph Modica, Jr., 1503 S. Ocean Boulevard, Boca Raton, Florida 33432.

ARTICLE 8
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

The undersigned Incorporator has executed these Articles of Incorporation this 6th day of November 1998.



Joseph Modica, Jr., Incorporator

**CERTIFICATE OF
DESIGNATION OF REGISTERED AGENT
FOR
JOE PEPPERS ROASTED PEPPER CAFE, INC.**

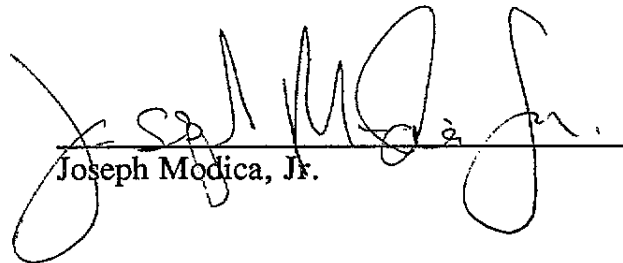
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Pursuant to Section 607.0505, Florida Statutes, the following is submitted:

Joe Peppers Roasted Pepper Cafe, Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named Joseph Modica, Jr., located at 1503 S. Ocean Boulevard, Boca Raton, Florida 33432, County of Palm Beach, as its registered agent for service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations as set forth in Section 607.0505, Florida Statutes.



Joseph Modica, Jr.