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412 NORTH HALIFAX AVENUE, DAYTONA BEACH, FLORIDA 32118

November 10, 1998  
**P980000090374**

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000002685480--2  
-11/12/98--01029--017  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: Java Lava of Daytona Beach, Inc.

Enclosed please find original and copy of Articles of Incorporation with referenced to the above corporation for filing.

I also enclose my check in the amount of \$122.50 representing your filing fee.

If same are in order please return registered Articles to me at your earliest possible convenience.

Thank you for your prompt attention to this matter.

Yours very truly,

*Melissa Meadows*  
Melissa Meadows  
Legal Assistant

Enclosures: per above

FILED  
98 NOV 12 AM 8:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*11/12/98*  
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FILED  
98 NOV 12 PM 8:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
JAVA LAVA OF DAYTONA BEACH, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

JAVA LAVA OF DAYTONA BEACH, INC.

The address of the principal office of this corporation shall be 145 N. Halifax Avenue, Unit 605, Daytona Beach, Florida 32118, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 145 N. Halifax Avenue, Unit 605, Daytona Beach, Florida 32118, and the name of the initial registered agent of the corporation at that address is John<sup>T.</sup> Martinelli.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

John <sup>T.</sup> Martinelli	145 N. Halifax Ave., Unit 605
Director/President	Daytona Beach, Florida 32118

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

John <sup>T.</sup>Martinelli  
145 N. Halifax Avenue, Unit 605  
Daytona Beach, Florida 32118

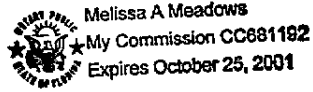
IN WITNESS WHEREOF, the undersigned, being the original subscriber of these Articles of Incorporation, for the purpose of forming a corporation under the laws of the State of Florida, does hereby make and file these Articles of Incorporation hereby declaring and certifying that the facts herein are true, and hereunto set my hand and seal this 10th day of November, 1998.

  
John Martinelli

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing Articles of Incorporation was acknowledged before me this 10th day of November, 1998 by John Martinelli, who is personally known to me and who did take an oath.

Melissa A Meadows  
Print Name: Melissa A. Meadows  
Notary Public State of Florida  
My commission expires:

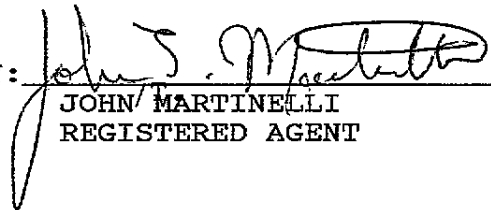


In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First, JAVA LAVA OF DAYTONA BEACH, INC., desiring to organize under the laws of the State of Florida with its principle office as indicated in the Articles of Incorporation in the City of Daytona Beach, County of Volusia, State of Florida has named John <sup>T.</sup> Martinelli, located at 145 North Halifax Avenue, Unit 605, Daytona Beach, Florida 32118, as its agent to accept 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 accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:   
JOHN MARTINELLI  
REGISTERED AGENT

FILED  
98 NOV 12 AM 8:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA