Miani, FL 3 City/state/Zip	<u>b</u> Ave ddress 3/29 305-285-200) Phone #	Office Us		
CORPORATION NAM	E(S) & DOCUMENT NUMBE	R(S), (if known):		
	Minu Coffee by (Docum	ent #)	<u></u>	
2. (Corporation Name) (Document #)				
3.				n.
(Corporation Name) (Document #)				
4(Corporation	n Name) (Docum	ient #)	PM 2: 03 'OF STATE EE. FLORID	م.
<u> </u>	ck up time	Certified Copy Certificate of	y »	
	AMENDMENTS			
NEW FILINGS.	Amendment			
Profit NonProfit	Resignation of R.A., Officer/ Director	-		
Limbed Libility	Change of Registered Agent			
Domestication	Dissolution/Withdrawal			
Other NOON	Merger	_		
O ⊋ E5€	rain and an area and a minimal and a second a			
OTHERFULNES	REGISTRATION/ OUALIFICATION	,, ,; ,; ,;	002736890	-1
Annual Report	Foreign	ינונונו	-01/11/9901119015 *****78.75 *****78.	; 75
Fictitious Name	Limited Partnership		******(8.10 ************************************	.~
Name Reservation	Reinstatement	e e e e e e e e e e e e e e e e e e e	÷	-
	Trademark			
	Other	t cmth	JAN 1 1 1999"	
<u> </u>		F		7
CR2E031(1/95)		Examiner's Initi	iais]

ARTICLES OF INCORPORATION

OF

PANINI COFFEE BAR III, INC.

99 JAN 11 PM 2:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is PANINI COFFEE BAR III, INC.

ARTICLE II

The existence of the corporation shall begin on the date of filing of these articles.

ARTICLE III

The street address of the principal office of the Corporation is 9700 Collins Avenue, Unit 239, Bal Harbour, Florida 33154.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100 at no par value, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 3001 S.W. Third Avenue, Miami, FL 33129. The initial registered agent for the Corporation at that address is David E. Marko, Esq.

ARTICLES OF INCORPORATION January 8, 1999 Page -2-

ARTICLE.VI

The names and street addresses of the persons signing these articles of incorporation are:

Name

Address

David E. Marko, Esq.

3001 S.W. Third Avenue Miami, Florida 33129

Whath, Horida 3312

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 7th day of January, 1999.

Name: David E. Marko, Esq.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PANINI COFFEE BAR III, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Name: David E. Marko, Esq.

Date: January 8, 1999

Page -2- of 2.

CONSENT TO INCORPORATION OF PANINI COFFEE BAR III, INC.

I, Robert Haik, the sole director of Panini Co	ffee Bar, Inc., and Panini Coffee
Bar II, Inc. I hereby consent to the incorporation o	of Panini Coffee Bar III, Inc.,
which I am also the sole director of.	5

Robert Haik, as Sole Director of Panini Coffee Bar, Inc.

Robert Hark, as Sole Director of Panini Coffee Bar II, Inc.

Robert Haik, as Sole Director of Panini Coffee Bar III, Inc.