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B. EDWIN JOHNSON
ATTORNEY AT LAW
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Secretary of State
Corporation Division
STATE OF FLORIDA
The Capitol
Tallahassee, FL 32399-0250

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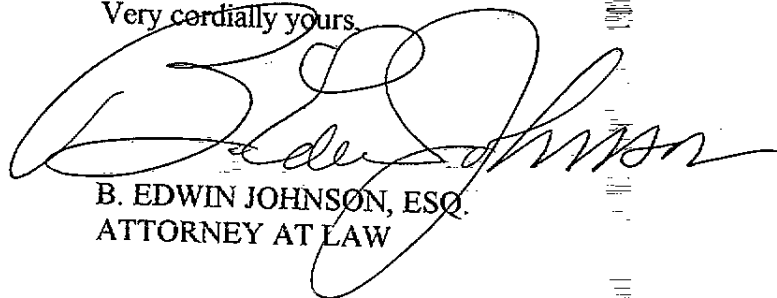
RE: Articles of Incorporation of
Hubbard & Williams, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation of Hubbard & Williams, Inc. to be filed. I am also enclosing check number 4109 in the amount of \$78.75 for the cost of filing same.

Thanking you in advance for your prompt return of the filed Articles of Incorporation and a receipt of same.

Very cordially yours,



B. EDWIN JOHNSON, ESQ.
ATTORNEY AT LAW

BEJ:bn
Enclosures (2) Articles of Incorporation
Check

F. CHESSEB FEB 26 1999

FILED
99 FEB 24 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
HUBBARD & WILLIAMS, INC.**

ARTICLE I -NAME AND MAILING ADDRESS

The name of this corporation is Hubbard & Williams, Inc..

The mailing address of this corporation is 2545 N.E. Coachman Road, Apartment #157
Clearwater, Florida, 33765.

ARTICLE II -DURATION

This corporation shall have perpetual existence.

ARTICLE III. - PURPOSE

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes (1991) as presently enacted and as it may be amended from time to time, and specifically the corporation shall be in the business of buying, selling and franchising coffee products and related products, and provide services and maintenance of products such as grinders for coffee beans to various retail businesses, individuals, corporations, business entities and vendors for such a business. The corporation shall be authorized to purchase or lease real property, and purchase or lease personal property of all kinds without limitation.

ARCICLE IV -CAPTAL STOCK

This corporation is authorized to issue 1,000 shares of One Hundred Dollar (\$100.00) par value common stock, which shall be designated as "Common Shares."

ARTICLE V. - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is 2545 N. E. Coachman, Apartment #157, Clearwater, Florida 33765 and the name of the initial registered agent of this corporation is Albert Fred Williams, Sr. or alternate registered agent will be B. Edwin Johnson, Esq., whose address is 1433 S. Ft. Harrison Avenue, Suite C, Clearwater, Florida 33756.

ARTICLE VI. - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). the names

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TALLAHASSEE, FLORIDA

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and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Albert Fred Williams, Sr.	Business for Hubbard & Williams, Inc.: 2545 N.E. Coachman, #157, Clearwater, Florida 33765 Phone: (727) 442-7129 Home: 2545 N.E. Coachman, #157 Clearwater, Florida 33765

Ann Marie Hubbard, Ph.D.	Business and Residence Address: 7326 Ponderosa Drive, Tampa, Florida 33637 Home Phone: (813) 899-9423
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ARTICLE VII - INCORPORATOR

The names and addresses of the persons signing these Articles are:

<u>NAME</u>	<u>ADDRESS</u>
Ann Marie Hubbard, Ph.D.	Business: 7326 Ponderosa Drive Tampa,, Florida 33637
Albert Fred Williams, Sr.	Business: 25445 N.E. Coachman, #157 Clearwater, Florida 33765

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of

Incorporation this 22nd day of January, 1998.

WITNESS:

Albert Fred Williams Sr.
ALBERT FRED WILLIAMS, SR.

WITNESS:

Ann Marie Hubbard Ph.D.
ANN MARIE HUBBARD, PH.D.

**STATE OF FLORIDA
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this 22nd day of January by Albert Fred Williams, Sr., () who is personally known by me or has produced as identification a FL.D.L. # W45202636107-0, Expiration Date 3/27/98, who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 22nd day of January, 1999.

**STATE OF FLORIDA
COUNTY OF Pinellas**

Gareth Whitehurst
NOTARY PUBLIC, STATE OF FLORIDA
GARETH WHITEHURST
COMMISSION # CC740979
EXPIRES JUL 06, 2002
BONDED THROUGH
ADVANTAGE NOTARY OF FLORIDA

The foregoing instrument was acknowledged before me this 22nd day of January by Ann Marie Hubbard, () who is personally known by me or has produced as identification a Florida Driver's License # H63-053-39-799-0, Expiration date of 5/19/04 and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 22nd date of January, 1999.

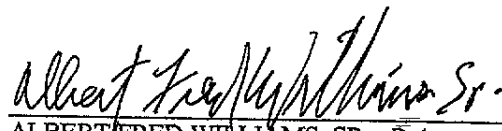
Gareth Whitehurst
NOTARY PUBLIC, STATE OF FLORIDA
GARETH WHITEHURST
COMMISSION # CC740979
EXPIRES JUL 06, 2002
BONDED THROUGH
ADVANTAGE NOTARY OF FLORIDA

**CERTIFICATION DESIGNATING REGISTERED AGENT AND STREET
ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA**

Pursuant to Section 48.091, Fla. Stat., HUBBARD & WILLIAMS, INC., desiring to organize under the laws of the State of Florida, hereby designates ALBERT FRED WILLIAMS, SR., located at 1740 Drew Street, Clearwater, Florida 33755, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agreed to comply with the provisions of Section 48.091(2), Fla. Stat. relative to maintaining an office for the service of process at 1740 Drew Street, Clearwater, Florida 33755.


ALBERT FRED WILLIAMS, SR., R.A.

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