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ROBERT N. LERNER, ESQUIRE  
Post Office Box 150198 AUG -3 AM 11:20  
Altamonte Springs, Florida 32715  
(407) 767-0099 SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

August 2, 1999

RE: POMPEII COFFEE, INC.

600002948326--1  
-08/03/99--01052--002  
\*\*\*\*70.00 \*\*\*\*70.00

TO: Secretary of State  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

DOCUMENTS ENCLOSED:

Articles of Incorporation  
Check for \$ 70.00

INSTRUCTIONS:

Please file, a certified copy of articles is not necessary.  
Thank you.

Respectfully submitted,

*Cheryl B. Bailey*  
*Legal Asst to:*  
Robert N. Lerner, Esquire  
RNL/cbh

PH 8/10/99

ARTICLES OF INCORPORATION  
OF  
POMPEII COFFEE, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is POMPEII COFFEE, INC.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III-ADDRESS

The principal place of business and mailing address of this corporation shall be 1520 EDGEWATER DR. SUITE A, ORLANDO, FLORIDA 32804.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1000 shares of common stock which have a par value of \$ .01 per share.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The initial registered office of this Corporation shall be 1520 EDGEWATER DR. SUITE A, ORLANDO, FLORIDA 32804; the initial registered agent of this Corporation at such office shall be REZA HARIRI, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI

The initial Board of Directors shall consist of ONE (1) member. The number of directors may be increased or decreased from time to time by vote of the stockholders. The names and addresses of the directors constituting

the initial Board of Directors are:

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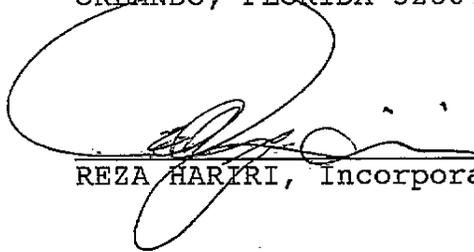
NAME	ADDRESS
REZA HARIRI	1520 EDGEWATER DR. SUITE A ORLANDO, FLORIDA 32804

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

NAME	ADDRESS
REZA HARIRI	1520 EDGEWATER DR. SUITE A ORLANDO, FLORIDA 32804



REZA HARIRI, Incorporator

STATE OF FLORIDA  
COUNTY OF

The foregoing Articles of Incorporation of POMPEII COFFEE, INC., were acknowledged before me this 2nd day of August, 1999 by REZA HARIRI as Incorporator.



CHERYL B. HALEY  
My Comm Exp. 3/27/00  
Bonded By Service Ins  
No. CC543266  
 Personally Known  Other ID

Cheryl B. Haley  
Notary Public - State of Florida  
Name: Cheryl B. Haley  
Address: 620 Jasmine Rd.  
Altamonte Springs, FL 32803  
My Commission Expires: 3/27/2000

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for POMPEII COFFEE, INC., at the place designated in the Articles of Incorporation, 1520 EDGEWATER DR. SUITE A, ORLANDO, FLORIDA 32804, REZA HARIRI agrees to act in this capacity and agrees to comply with the provisions of Section 48.091 relative to keeping such office.

Date: 08-02-1999

REZA HARIRI

