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Monty Velasco
2006 Linsey Ave
Tampa FL 33605

Office Use Only

MEMBER(S), (if known):

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

- Walk in
- Mail out
- Pick up time
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

OTHER FILINGS

- Annual Report
- Fictitious Name

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

FILED
2002 FEB 28 PM 3:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Examiner's Initials

3/5/02

**CERTIFICATE OF INCORPORATION
OF
YBOR CITY WINERY, INC.**

FILED
2002 FEB 28 PM 3: 27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FIRST. The name of this corporation is Ybor City Winery, Inc.

SECOND. It's registered and principal office in the state of Florida is to be located at 2006 LINSEY AVE. in the city of Tampa, County of Hillsborough. The registered agent in charge thereof is Monty Velasco at 2006 Linsey Ave, Tampa, Florida 33605.

THIRD. The nature of the business and, the objects and purposes proposed to be transacted, promoted, and carried on are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

"The purpose of the corporation is to engage in any lawful act or activity for which corporation may be organized under the General Corporation Law of Florida."

FOURTH. The amount of the total authorized capital stock of this corporation is 500 shares of One Dollar Par Value.

FIFTH. The name and mailing address of the incorporator is as follows:

NAME: ADDRESS:

Monty Velasco 2006 Linsey Avenue, Tampa, FL 33605

SIXTH. The powers of the incorporator is to terminate upon filing of the certificate of incorporation, and the names and mailing addresses of persons who are to serve as directors until the first annual meeting of stockholders or until their successors are elected and qualify are as follows:

NAME AND ADDRESS OF DIRECTOR:

Monty Velasco	President	2006 Linsey Ave
		Tampa, FL 33605

SEVENTH. The director shall have power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.

With the consent in writing, and pursuant to a vote of the holders of a majority of the capitol stock issued and outstanding, the Directors shall have the authority to dispose, in any manner, of the whole property of this corporation.

The By-Laws shall determine whether and to what extent the accounts and books of this corporation, or any of them shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account, or book or document of this corporation, except as conferred by the Law of By-Laws or by resolution of the stockholders.

The stockholders and directors shall have power to hold their meetings and keep the books, documents and papers of the Corporation outside of the State of Florida at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or directors, except as otherwise required by the Laws of Florida.


It is the intention that the objects, purposes and powers specified in the Third paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in this certificate of incorporation, but that the objects, purposes and powers specified in the Third paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes and powers.

I, THE UNDERSIGNED, for the purposes of forming a Corporation under the laws of the State of Florida, do make, file and record this Certificate and do certify that the facts herein are true- and I have accordingly hereunto set my hand.

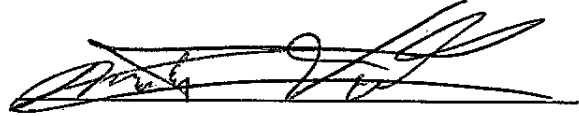
DATED AT:

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH


MONTY VELASCO

I, Monty Velasco, accept the position of registered agent for YBOR CITY WINERY, INC. and understand the responsibilities related thereto.



MONTY VELASCO

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2002 FEB 28 PM 3:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Be it remembered, on this day, personally appeared before me, the parties to the foregoing Certificate of Incorporation, and each of them to me well known, and known by to be the individuals described in and who signed and executed the foregoing Certificate of Incorporation and each severally acknowledged the execution thereof as his several voluntary act and deed and that the facts therein are true and correct

Given under my hand and official seal this 27th DAY OF February, 2002.



NOTARY PUBLIC State of Florida at Large
My commission expires:

