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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

PALM BEACH DISCOUNT BEVERAGES, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

PALM BEACH DISCOUNT BEVERAGES, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is PALM BEACH DISCOUNT BEVERAGES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "common shares".

ARTICLE V - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial PRINCIPAL office of this corporation is 100 N.E. Fifth Avenue, Delray Beach, Florida 33483, and the name of the initial registered agent of this corporation is David W. Schmidt.

David W. Schmidt, Esq.
Simon and Schmidt
100 N.E. Fifth Avenue
Delray Beach, FL 33483
(561) 278-2601
Fla. Bar No. 355062

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall be never less than one (1). The name and address of the initial director for this corporation are:

Fawzi Ibrahim
2304-B South Military Trail
West Palm Beach, FL 33411

ARTICLE VII - INCORPORATOR

The name and the address of the person signing these Articles are:

David W. Schmidt
100 N.E. Fifth Avenue
Delray Beach, Florida 33483

ARTICLE VIII - MAILING ADDRESS OF CORPORATION

The initial mailing address for this corporation is: 2304-B South Military Trail, West Palm Beach, Florida 33411.

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.

ARTICLE X - PREEMPTIVE RIGHTS

The holders of shares of stock shall have preemptive rights to purchase any shares of the Corporation hereafter issued in proportion to their holdings for the stock to be issued.

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of January, 1999.

David W. Schmidt
David W. Schmidt

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared David W. Schmidt, known to me and known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 26th day of January, 1999.

Carol A. Crowel
NOTARY PUBLIC
Print Name:
State of
My commission expires:
(SEAL)



Carol A. Crowel
Commission # CC 793517
Expires JAN. 18, 2003
BONDED THRU
ATLANTIC BONDING CO., INC.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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

First - that PALM BEACH DISCOUNT BEVERAGES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the County of Palm Beach, State of Florida, has named David W. Schmidt, located at 100 N.E. Fifth Avenue, Delray Beach, Florida 33483, as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


David W. Schmidt
Registered Agent

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