

LO200000002639

AMARI & THERIAC, P.A.

Attorneys and Counselors At Law

Reply to: Cocoa Post Office Box

Richard S. Amari
Kohn Bennett
Bradly Roger Bettin, Sr.
Charles G. Crawford
Mitchell S. Goldman
J. Wesley Howze
David R. Martin
Stephen C. Mays
Matthew J. Monaghan
Kendall T. Moore
Mark N. McQuagge
Mark S. Peters
David M. Presnick
Charles R. Steinberg
James S. Theriac, III

Of Counsel
Mary E. Lytle, P.A.

Mariner Square
96 Willard Street, Suite 302
Post Office Box 1807
Cocoa, Florida 32923-1807
Telephone (321) 639-1320
Fax (321) 639-6690

Imperial Plaza
Suite B104
6769 N. Wickham Road
Melbourne, Florida 32940
Telephone (321) 259-6611
Fax (321) 259-6624

January 22, 2002

300004845203--8
-01/30/02--01065--011
****125.00 ****125.00

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE:CAPE CANAVERAL LIQUORS, LLC

Dear Sir or Madam:

Enclosed please find the following:

1. Original Articles of Organization;
2. Check in the amount of \$125.00 representing \$100.00 filing fees for Articles of Organization and \$25.00 fees for Designation of Registered Agent.

If you have any questions, please contact my office.

Very truly yours,

AMARI & THERIAC, P.A.

Matthew J. Monaghan

Matthew J. Monaghan, Esquire

FILED
02 JAN 30 PM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ymth
2/4

Enclosures
cc: James Eshbaugh

ARTICLES OF ORGANIZATION

OF

CAPE CANAVERAL LIQUORS, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that

ARTICLE I

Name

The name of this limited liability company ("Limited Liability Company") is:

CAPE CANAVERAL LIQUORS, LLC

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company are:

Mailing Address: P.O. Box 560702
Rockledge, FL 32956-0702

Street Address: 8177 North Atlantic Avenue # 3
Cape Canaveral, FL 32920


ARTICLE III

Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent is:

James George Eshbaugh
6365 Grisom Parkway
Cocoa, FL 32927

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.,


James George Eshbaugh, Registered Agent

FILED
02 JAN 30 PM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
Management

The Limited Liability Company is to be managed by a manager, and the name and address of the initial manager who is to serve as manager pursuant to the Regulations of the Limited Liability Company ("Manager") until his successors are elected is:

James George Eshbaugh
P.O. Box 560702
Rockledge, FL 32956-0702

The initial manager and all subsequent managers shall serve, be removed, and elected pursuant to the Regulations of the Limited Liability Company.

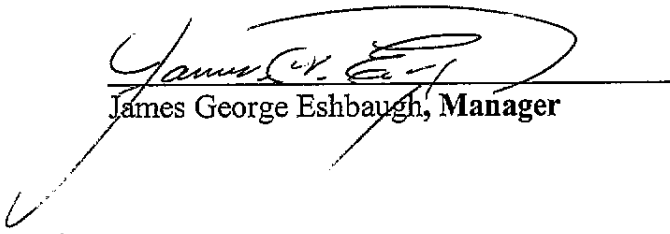
ARTICLE V
Admission of Additional Members

Additional Members will be admitted only upon the consent of the Members owning a majority of the Membership Units upon such terms as provided in the Regulations.

ARTICLE VI
Members' Rights to Continue Business

The remaining Members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 22nd day of January , 2002.


James George Eshbaugh, Manager

FILED
02 JAN 30 PM 11 38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA