L0200012070

Christopher A. Roehl 10139 Heather Sound Drive Tampa, FL 33647

May 3rd, 2002

80000550638--4 -05/13/02--01065--008 ****160.00 ****160.00

Registration Section Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Dear Division of Corporations,

Attached are the Articles of Incorporation for the Franklin Brewing Company Ltd., with an enclosed check for the filing fees totaling \$160.00. Additional information will be provided if requested by calling my daytime phone number at 1-813-866-2665 or by writing me at my current address listed above.

Best Regards,

Christopher A. Roehl

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SECRETARY OF STATE
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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

'ARTICLE I - Name:

The name of the Limited Liability Company is:

Franklin Brewing Company Ltd.

ARTICLE II - Address:

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

10139 Heather Sound Drive, Tampa FL 33647

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Christopher A. Roehl 10139 Heather Sound Drive Florida street address (P.O. Box NOT acceptable) Tampa FL 33647 City, State, and Zip

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..

Registered Agent's Signature

Article IV - Management (Check box if applicable.) The Limited Liability Company is to be managed by one manager or more man therefore, a manager - managed company. (An additional article must be added if an effective date is requested. Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)	ECRETARY (.62 HAY 13 PH 1: 43	FILED
Christopher A. Roehl			

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)