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LAW OFFICES  
JAMES F. MILLER & ASSOCIATES, P.A.  
1711 Worthington Road, Suite 202  
West Palm Beach, Florida 33409

FILED  
00 AUG 22 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Telephone: (561) 687-3932  
Facsimile: (561) 687-2665

August 21, 2000

Division of Corporations  
State of Florida  
409 E. Gaines Street  
Tallahassee, Florida 32314

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-08/22/00--01043--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: R & V Liquors and Lounge, Inc.

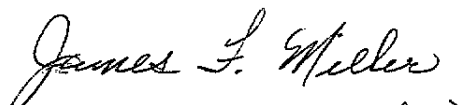
Dear Sir/Madam:

Enclosed please find an original and a copy of the Articles of Incorporation for R & V Liquors and Lounge, Inc.

Please file the Articles of Incorporation and return a conformed copy to this office at your earliest convenience.

Thank you for your cooperation.

Very truly yours,

  
James F. Miller (ba)

JFM/ba  
encs.

D. BROWN AUG 28 2000

ARTICLES OF INCORPORATION  
OF  
R & V LIQUORS AND LOUNGE, INC.

FILED  
00 AUG 22 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, FOR PURPOSES OF FORMING A CORPORATION UNDER THE  
FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF  
INCORPORATION:

ARTICLE I - NAME

The name of this corporation is R & V LIQUORS AND LOUNGE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the  
filing of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all  
lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation shall have to issue is  
1,000 shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each shareholder of stock of this corporation shall be entitled to full  
preemptive rights to purchase any unissued or treasury shares of the corporation  
and any securities of the corporation convertible into or carrying a right to  
subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is  
4132 Pot O Gold Street, West Palm Beach, Florida 33406-3912, and the name of the  
initial registered agent of this corporation at that address is Franklin T.

Richards.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) constituting the initial board of directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The names and addresses of the initial board of directors of this corporation are:

Franklin T. Richards                      4132 Pot O Gold Street  
West Palm Beach, Florida 33406-3912

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

Franklin T. Richards                      4132 Pot O Gold Street  
West Palm Beach, Florida 33406-3912

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer, director or any former officer or director, to the full extent permitted by law

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of August, 2000

  
FRANKLIN T. RICHARDS, Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, appeared Franklin T. Richards, to me known to be the person(s) identified herein *[personally known by me]* or *[who produced as identification in the form of \_\_\_\_\_]* and who executed the foregoing instrument and he acknowledged before me that he executed the same and who *[did]* *[did not]* take an oath.

WITNESS my hand and official seal in the County and State aforesaid this 11<sup>th</sup> day of August, 2000.

\_\_\_\_\_  
Notary Public, State of Florida at Large  
My Commission Expires

James F Miller  
★ My Commission CC849835  
Expires July 20, 2003

Type or Print Notary Name

James Miller

[Notary Seal] James F Miller  
★ My Commission CC849835  
Expires July 20, 2003

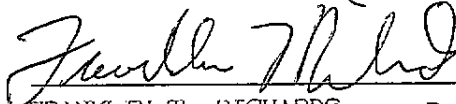
STATE OF FLORIDA  
DEPARTMENT OF STATE

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TALLAHASSEE, FLORIDA

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

R & V LIQUORS AND LOUNGE, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 129 NORTH FEDERAL HIGHWAY, LAKE WORTH, FLORIDA 33460, HAS NAMED FRANKLIN T. RICHARDS, AS REGISTERED AGENT, LOCATED AT 4132 POT O GOLD STREET, WEST PALM BEACH, FLORIDA 33406-3912, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

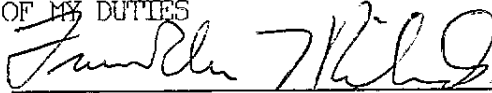


FRANKLIN T. RICHARDS  
Signature of Incorporator

Dated August 21, 2000.

ACCEPTANCE

THE UNDERSIGNED, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES



FRANKLIN T. RICHARDS,  
Signature of Registered Agent

Dated August 21, 2000.