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Donahoe Financial Consulting  
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FILED  
00 DEC -7 PM 4:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

December 5, 2000

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-12/07/00-01069-019  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation for Wine Express, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Wine Express, Inc. Also, please find our check for \$87.50 representing payment for the filing of the Articles of Incorporation, Registered Agent designation, certified copy and Certificate of Status. Please expedite this process as soon as possible and return our Certified copy and certificate of status to us at the above address as soon as completed. If you have any questions at all please feel free to contact me at the above phone number.

Sincerely,

*Geoffrey Donahoe*

Geoffrey Donahoe  
Donahoe Financial Consulting

12-12

**ARTICLES OF INCORPORATION**  
**OF**

**WINE EXPRESS, INC.**

The undersigned incorporator, for the purpose of forming a corporation in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit), hereby adopts the following Articles of Incorporation.

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**ARTICLE I NAME**

The name of the corporation shall be: WINE EXPRESS, INC.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business for this corporation shall be:  
2125 University CT.  
Clearwater, FL 33764

**ARTICLE III NATURE OF BUSINESS**

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

**ARTICLE IV CAPITAL STOCK**

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 200 shares of common stock having a par value of \$1.00 per share. The Board of Directors is authorized to issue "Section 1244 Stock" as defined by the Section 1244 of the Internal Revenue Code.

**ARTICLE V TERMS OF EXISTENCE**

This corporation is to exist perpetually, unless dissolved according to Florida Law.

**ARTICLE VI OFFICERS & DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Officers and Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Officer/Director, initially. The name and the street address of the initial Officer/Board of Director is:

Yutaka Shimoji	2125 University CT
President/Director	Clearwater, FL 33764

**ARTICLE VII INCORPORATORS**

The name and street address of the incorporator to these Articles of Incorporation are:

Yutaka Shimoji  
2125 University CT  
Clearwater, FL 33764

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**ARTICLE VIII REGISTERED AGENT AND OFFICE**

The street address of the initial registered office or the corporation shall be:  
2125 University CT  
Clearwater, FL 33764

The name of the initial registered agent of the corporation, who shall hold office the first year of the corporation's existence or until their successor is elected, is:  
Yutaka Shimoji

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Y. Shimoji  
Signature/Registered Agent

12/5/00  
Date

Y. Shimoji  
Signature/Incorporator

12/5/00  
Date