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RONALD E. CLARK

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**RONALD E. CLARK
TANCE E. ROBERTS**

January 19, 2001

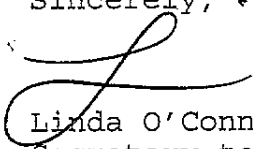
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*******78.75 *****78.75**

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

Dear Sir or Madam:

Please find enclosed original and copy of the Articles of Incorporation of Southern States Grape Industry, Inc. for filing. Also enclosed is a check in the amount of \$78.75 as the filing fee and for a certified copy. Please return the certified copy to this office after filing. Thank you.

Sincerely, *


Linda O'Connor
Secretary to Ronald E. Clark

/ljo

Enclosures.

FILED
01 JAN 26 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch **JAN 29 2001**

ARTICLES OF INCORPORATION
OF
SOUTHERN STATES GRAPE INDUSTRY, INC.

FILED

01 JAN 26 AM 7:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby apply for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, duties, and immunities of a corporation for profit, under and pursuant to these Articles of Incorporation:

ARTICLE I

That the name of this corporation is: **SOUTHERN STATES GRAPE INDUSTRY, INC.**

ARTICLE II

That the general nature of the business and objects and purposes to be transacted and carried on are that this corporation may engage in any activity or business under the laws of the United States and of this State.

ARTICLE III

That the total number of shares of capital stock which may be issued by this corporation is Five Hundred (500) shares with a par value of One Dollar (\$1.00) per share, all of which shall be common stock and shall be fully paid and non-assessable.

ARTICLE IV

The amount of capital with which this corporation shall commence business is Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The post office address of the principal office of this corporation is 2110 Bellamy Road, Florahome, Florida 32140. The street address of the principal office of this corporation is 2110 Bellamy Road, Florahome, Florida 32140.

ARTICLE VII

The number of directors of this corporation shall be not less than one (1) nor more than seven (7).

ARTICLE VIII

The directors are elected as stated in the By-Laws of the corporation. The names, post office addresses and street addresses of the directors of this corporation, and the names of the officers for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

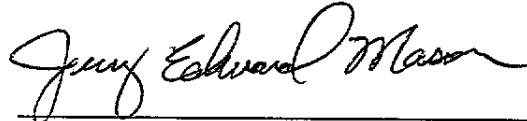
<u>NAME</u>	<u>ADDRESS</u>
Jerry Edward Mason Director/President Secretary/Treasurer	2110 Bellamy Road Florahome, FL 32140

ARTICLE IX

The name of the initial registered agent is Ronald E. Clark, Esquire, whose address is 501 St. Johns Avenue, Palatka, Florida 32177.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation and authorizes the same to be filed in the Office of the Secretary of the State of Florida,

and they do hereunto set their hands and seals on this 01/19/2001
day of January, 2001.



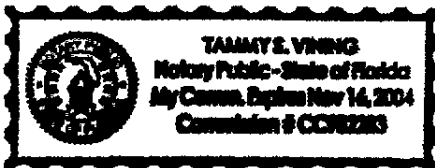
Jerry Edward Mason
2110 Bellamy Road
Florahome, FL 32140

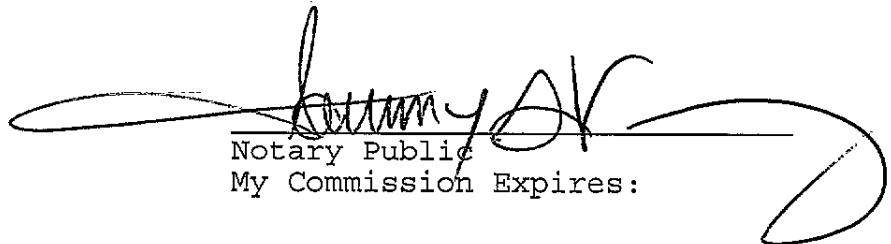
STATE OF FLORIDA
COUNTY OF PUTNAM

THIS DAY before me, the undersigned authority personally
appeared Jerry Edward Mason, known to me to be the person who
executed the foregoing Articles of Incorporation and acknowledged
before me that he executed the same for the purposes therein
expressed, and who produced the following as identification:

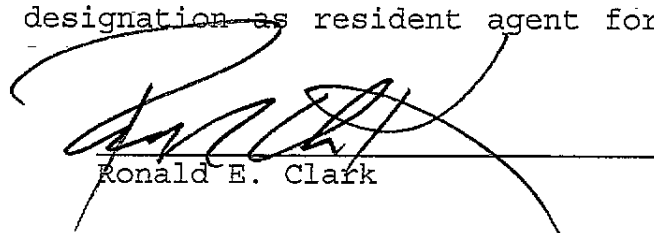
FL. DL. M 250-425-49-327-0

IN WITNESS WHEREOF, I have hereunto set my hand and seal
at Palatka, Putnam County, Florida, on this 19th day of
January, 2001.




Notary Public
My Commission Expires:

I HEREBY ACCEPT the designation as resident agent for
this corporation.


Ronald E. Clark