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THE LAW OFFICES OF
GREGORY A. MOORE, P.A.

BASF BUILDING
FIRST FLOOR
15225 N.W. 77TH AVENUE
MIAMI LAKES, FL 33014

A PROFESSIONAL ASSOCIATION

(305) 557-3161
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May 9, 2001

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100004194361--3
-05/10/01--01122--001
*****78.75 *****78.75

Re: Articles of Incorporation for Famous Rumanian Cellars, Inc.

Dear Sir or Madam:

Enclosed is a check number 5591 in the amount of \$ 78.75. Please provide me with a certified copy of the Articles after they have been accepted.

Very truly yours,


Gregory A. Moore

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01 MAY 10 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Burch MAY 15 2001

**ARTICLES OF INCORPORATION
OF
FAMOUS RUMANIAN CELLARS, INC.**

The undersigned, for the purpose of forming a corporation hereby adopts the following Articles of Incorporation.

**ARTICLE I
(NAME)**

The name of the corporation is Famous Rumanian Cellars, Inc.

**ARTICLE II
(Duration)**

The duration of this corporation is perpetual.

**ARTICLE III
(Purpose)**

The general purpose for which this corporation is organized is to engage in the importation of wine from Rumania.

ARTICLE IV

(Initial registered office, registered agent, principal office and mailing address)

The street address of the initial registered office of this corporation is: 15225 N. W. 77th Avenue, Miami Lakes, Florida 33014.

**ARTICLE V
(Capital Stock)**

This corporation is authorized to issue 1000 shares of common stock with a par value of \$ 1.00 per share.

**ARTICLE VI
(Initial Board of Directors)**

This corporation shall have one Director initially. The number of Directors may be

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

either increased or diminished from time to time by a majority of the shareholders present in person or by proxy at any annual or special meeting of the shareholders but shall never be more than (3) Directors nor less than one. The names and addresses of the initial Directors of this corporation are:

Iliesco Lonelly
15225 N. W. 77th Avenue
Miami Lakes, Florida 33014

ARTICLE VII
(S Corporation Status)

This corporation has authorized its officers to take all action necessary to apply for Chapter Sub S corporation status.

ARTICLE VIII
(Incorporators)

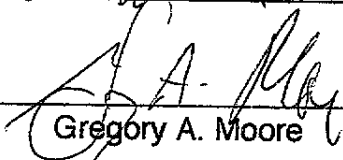
The name and address of the person signing these Articles is

Gregory A. Moore, Esq. - officer
15225 N. W. 77th Avenue
Miami Lakes, Florida 33014

ARTICLE IX
(Amendment)

This corporation reserves the right, subject to the approval of persons voting not less than two-thirds majority of the outstanding fully paid and non-assessable shares of the capital stock of the corporation, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 12 day of March, 2001.

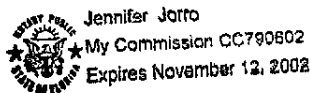


Gregory A. Moore

STATE OF FLORIDA)
)
COUNTY OF DADE) S.S.

On this 12 day of March, 2001, before me personally appeared Gregory A. Moore Personally known to me and subscribed before me on this 12 day of March, 2001; and also produced a valid Driver's License who executed the foregoing instrument, and acknowledged to me that they executed the same as their free act and deed, and who did take an oath.

Sworn to before me, a Notary Public, this 12 day of March, 2001.



Jennifer Jorro
Notary Public

JENNIFER JORRO
Print Name

CC790602
Certificate Number

My commission expires:

Nov. 12, 2002

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named as initial registered agent of Famous Rumanian Cellars Inc., accepts the obligations thereunder. Executed this 12th day of

March, 2001.

Gregory A. Moore
Gregory A. Moore
15225 N. W. 77th Avenue
Miami Lakes, Florida 33014