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Florida Department of State
Division of Corporations
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Account Name : EAS-T CORP. AGENTS, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

FLORIDA BEVERAGE DISTRIBUTORS, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
FLORIDA BEVERAGE DISTRIBUTORS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is **FLORIDA BEVERAGE DISTRIBUTORS, INC.**

ARTICLE TWO

The term of existence of the corporation is perpetual

ARTICLE THREE

The purposes for which the corporation is organized are:

- . To establish, purchase, maintain, conduct, operate and sell food markets, grocery stores, bakeries, and stores of every kind and nature; to buy, sell, exchange, grow, produce, manufacture, process, market, export, import, handle, store, distribute, and otherwise generally deal in any and all wines, liquors and beverages of all kinds, whether retail or wholesale, and acquire, maintain, operate and sell stores dealing with or selling such goods and merchandise.
- . To export from and import into the United States of America and its territories and possessions, and any and all foreign countries, as principal or agent, merchandise of every kind and nature, and to purchase, sell and deal in and with, at wholesale and retail, merchandise of every kind and nature for exportation from and importation into the United States of America, and to and from any other country foreign thereto, and to purchase and sell domestic and foreign merchandise in either domestic markets or foreign markets.
- . To engage in the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

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ARTICLE FOUR

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

ARTICLE FIVE

The address of the initial Registered Office of the corporation is 201 Harbor Drive, Key Biscayne, FL 33149 and the name of the Registered Agent at such address is JUAN C. CABRERA.

ARTICLE SIX

The business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors.

ARTICLE SEVEN

The name and address of the Incorporator is:

JUAN C. CABRERA
201 Harbor Drive, Key Biscayne, FL 33149

ARTICLE EIGHT

The principal office of this corporation shall be located at 201 Harbor Drive, Key Biscayne, FL 33149, with the corporation retaining the power to move its office to any other address in Florida.

ARTICLE NINE

This corporation shall be deemed to commence its existence upon filing of these Articles.

ARTICLE TEN


The name and address of the first officers of the corporation who shall hold office until the first meeting of shareholders elected and qualified or until their earlier resignation, removal from office, or death, are:

PRESIDENT/SECRETARY/TREASURER:

JUAN C. CABRERA

201 Harbor Drive, Key Biscayne, FL 33149

IN WITNESS WHEREOF, I have subscribed my name this 1st day of APRIL, 2002.


JUAN C. CABRERA
Incorporator

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 1st day of APRIL, 2002.

JUAN C. CABRERA, who is personally known to me or who provided

personally known as identification.


Name

NOTARY PUBLIC

My Commission expires:

Prepared by: **George M. Santamarina, P.A.**

7175 S.W. 8th St., Suite 204

Miami, FL 33144

(305) 261-4683

Florida Bar No. 267961

**STATE OF FLORIDA
DEPARTMENT OF STATE**

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

FLORIDA BEVERAGE DISTRIBUTORS, INC.

201 Harbor Drive, Key Biscayne, FL 33149

a corporation organized under the laws of the State of Florida, with its principal office located in the County of Miami-Dade, State of Florida, has named **JUAN C. CARRERA** located at the same above address, as its agent to accept service of process within this State.

OFFICERS:

PRESIDENT/SECRETARY/TREASURER:

JUAN C. CARRERA

201 Harbor Drive, Key Biscayne, FL 33149


Incorporator

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ACCEPTANCE:

I agree as Registered Agent to accept service of process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

DATED: April 1, 2002.


JUAN C. CARRERA