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Florida Department of State
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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

La Cotorra Beverage Company

| | |
|-----------------------|---------|
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
LA COTORRA BEVERAGE COMPANY**

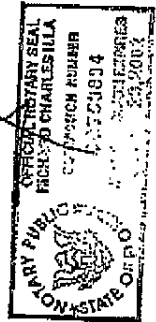
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The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I

The Legal Name of this Corporation is:

LA COTORRA BEVERAGE, COMPANY



ARTICLE II

*gtr
MP* This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation is: 11890 S.W 8th street, Suite PH-3, Miami, Florida, 33184

ARTICLE IV

The general nature of business of this Corporation is to transact any and all lawful business permitted under the Laws of the United States of America and the State of Florida.

ARTICLE V

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of Common Stock having a par value of One (\$ 1.00) Dollar.

JACKSON - BLOCK & ASSOCIATES
Personal & Corporate Income Tax
Hialeah, Florida

APR 29 2002

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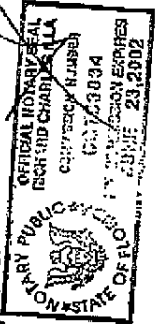
ARTICLE VI

The name and street address of the initial Registered Agent office of this Corporation shall be at: **11890 S.W. 8th Street, Suite PH-3, Miami, FL 33184.**
The initial and principal registered agent of this Corporation shall be:

GEORGE T. GASTANETA
11890 S.W. 8th Street, Suite PH-3
Miami, Florida, FL 33184

ARTICLE VII

This Corporation shall have (2) two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but never shall be less than one. The names and addresses of the officers of the first Board of Directors are:



GTG
MP
1. **MANUEL PALOU**
President & Treasurer
Director

11890 S.W. 8th Street
Suite PH-3 Miami, FL 33184

2. **GEORGE T. GASTANETA**
Vice-President & Secretary
Director

11890 S.W. 8th Street
Suite PH-3 Miami, FL 33184

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ARTICLE - VIII

Every original incorporating stockholder upon the sale for cash, property or services or new shares authorized but un issued , shall have the right to purchase his pro-rate share thereof at the price at which it is offered to others, which price, in case of par value shares may in excess of par. The transfer of shares may be restricted as provided for in the bylaws as adopted by stockholders or by other agreement between the parties thereto.

ARTICLE IX

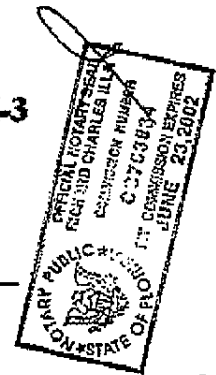
The name and address of the incorporators executing these Articles of Incorporation named **LA COTORRA BEVERAGE, COMPANY**

GEORGE T. GASTANETA
11890 S.W. 8th Street, Ste PH-3
Miami, FL 33184

GEORGE T. GASTANETA
Incorporator-Director

MANUEL PALOU
11890 S.W. 8th Street Ste PH-3
Miami, FL 33184

MANUEL PALOU
Incorporator-Director

**ARTICLE X**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the stockholders.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided bylaw. Every amendment shall be approved by the Board of Directors, proposed by them, to the stockholders, and approved at a stockholders' meeting, unless all the Directors and all the stockholders sign a written statement manifesting their intention that ceratin amendments of these Articles of Incorporation be made.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTER OFFICE
LA COTORRA BEVERAGE ,COMPANY**

Having been named as registered agent, George T. Gastaneta, 11890 S.W. 8th Street Ste PH-3 FL 33184 and to accept service of process for the above stated corporation at the place designated in the articles of incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

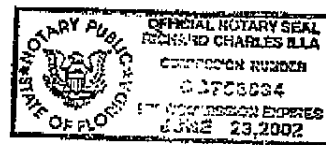
Signature:
Registered Agent

STATE of FLORIDA
COUNTY of MIAMI-DADE

Sworn to and subscribed before me this 29th day of April of 2002 by: George T. Gastaneta known by me.

At Miami-Dade County, State of Florida
this 29th day of April of 2002.

Richard Charles Illa
RICHARD C. ILLA
NOTARY PUBLIC-STATE OF FLORIDA



Notary Seal

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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