TRANSMITTAL LETTER

FILED

02 SEP -9 PM 2: 34

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

100007590261--8 -09/09/02--01029--009 *****78.75 *****78.75

Subject

Walden Olhaitz Wine Imports Inc.

Enclosed is an original and two (2) copies of the articles of incorporation and a check for

\$70.00 Filing Fee

\$78.75
Filing Fee

& Certified Copy

\$78.75 Filing Fee

& Certified Copy

\$87.50

Filing Fee, Certified Copy

& Certificate

(ADDITIONAL COPY REQUIRED)

FROM:

Nellie Akalp

Name

30141 Agoura Rd., Suite 205

Address

Agoura Hills, California 91301

City, State & Zip

818-879-9079

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles. Provide TWO copies if you have requested a certified copy as designated in the boxes above.

9-16-02

FILED

02 SEP -9 PM 2: 35

ARTICLES OF INCORPORATION OF ____. Walden Olhaitz Wine Imports Inc.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopts the following articles of incorporation.

ARTICLE I NAME

The name of the Corporation shall be: Walden Olhaitz Wine Imports Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1055 Pin Oak Street Hollywood, Florida 33019

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is: 1500 at \$0.01 par value per share.

ARTICLE IV INITIAL DIRECTORS

The name(s) and address(s) of the initial Director(s) is/are:

Analou Walden 1055 Pin Oak Street Hollywood, Florida 33019

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Analou Walden 1055 Pin Oak Street Hollywood, Florida 33019

ARTICLE VI INCORPORATOR

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

Nellie Akalp

30141 Agoura Rd., Suite 205 Agoura Hills, California 91301

Nellie Akalp, Incorporator

<u>8.23.02</u>

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Analou Walden, Registered Agent

Date