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(Requestor's Name)

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(Address)

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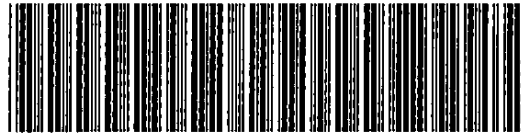
(Business Entity Name)

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SECTION 17, STATE
TALLAHASSEE, FLORIDA

J. Shivers NOV 21 2006

2006-46774
2006-46347

James H. Walker
11012 Fandor Street
Fort Worth, TX 76108-4509
305-799-3180

October 17, 2006

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

Re: AlcoSpirit America's Incorporation

Dear Sir:

In reference to the above corporation, please find an original and one copy of the Articles of Incorporation, which have been signed and notarized. I have also included a check for \$78.75 to cover the cost of filing fees associated with the above corporation.

Please establish the above corporation with effective date of October 17th 2006 and return the certified copy to me at the above address.

Very truly yours,



James H. Walker

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AlcoSpirit AMERICAS INC.

ARTICLE I

NAME: The name of this corporation is: AlcoSpirit AMERICAS Inc.

ADDRESS: The address of this corporation is: 5244 SW 133RD Court Drive, MIAMI
Florida 33175

ARTICLE II

DURATION: This corporation is to have perpetual existence.

ARTICLE III

PURPOSE: This corporation is organized for the following purposes:

1. The primary purpose of the business is the distribution Spirit's wholesale to retell establishments. To order and supply any merchandise required by that entity. Also to buy, sell and supply other product that is deemed profitable for the company.. To hold and/or improve facilities and the fixtures and personal property incidental thereto or connected therewith. With that in view, to acquire by purchase, lease, hire or otherwise, lands, tenements, heritements or any interests therein and to improve the property of the corporation and to sell, lease, mortgage, pledge or otherwise dispose of the lands, tenements, and heritements or other property of the corporation. Enter into, perform and carry out contracts for constructing, altering, decorating, maintaining, to furnish, fixing up and improving buildings of every sort and kind; to advance money to and enter into contracts and arrangements of all kinds with builders, property owners and others.
2. To purchase for investment or resale, to traffic land, houses and any other property.
3. To borrow money and contract debts, when necessary, for the transaction of its business or for the exercise of its corporate rights, privileges or franchises or for any other lawful purpose of its incorporation. To issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidence of indebtedness payable at a specified time or payable upon the happenings of a specified event or events.
4. To purchase, hold, sell and transfer shares of its capital stock, subject, however to such limitations as may be provided by law and provided further that, shares of its own Capital stock owned by the corporation shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholder quorum or vote.

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TALLAHASSEE, FLORIDA

5. To purchase or otherwise acquire, directly and/or through ownership of stock in any corporation and any part of the business, goodwill, rights, property, and assets or of any individual. To pay for the same in cash, with the stock of this corporation, bonds, or otherwise, and to hold in any manner, dispose of the whole or any part of the property so purchased or, to conduct in any lawful manner the whole or any part of the business so acquired, provided that such business is within the authorization of the said Acts of the Legislature of the State of Florida, 1925. Act amendatory thereto, and to exercise all the powers necessary or convenient in or about the management of such business.

6. To enter into general partnerships, limited partnerships (whether the corporation be limited or general partner), joint ventures, syndicates, pools, associations and any-other arrangements for carrying on one or more of the purposes set forth herein, jointly or in common with others, so long as the corporation would have the power to do so alone.

7. To market any item available that is legal and appropriate to any liquor establishment (Bar, nightclubs, Liquor Store) without in any manner limiting any of the objects and powers of the corporation. It is expressly declared and provided that the corporation is hereby empowered to transact any and all lawful business for which such corporation may be incorporated and conferred by the laws of Florida upon corporations formed under appropriate Florida Statutes.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue ONE THOUSAND (1,000) SHARES at ONE DOLLAR (\$1.00) PAR VALUE common stock and of one class.

ARTICLE V

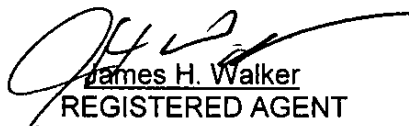
PRE-EMPTIVE RIGHTS: Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial principal office and registered officers of this corporation is: 5244 SW 133rd Court Drive, Miami, Florida 33175. The Initial registered agent of this corporation at that address is JAMES H. WALKER.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the corporation at the Initial Principal and Registered Office. Designated in these Articles of Incorporation, by signing these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all of the requirements of law pertaining thereto.


James H. Walker
REGISTERED AGENT

ARTICLE VII
INITIAL BOARD OF DIRECTORS:

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than ONE (1). The name and address of the initial directors shall be, Sergio Arce, PRESIDENT, 5244 SW 133rd Court Drive, Miami, Florida, 33175.

ARTICLE VIII

INCORPORATOR: The name and address of the person signing these Articles Sergio Arce, Miami, Florida 33175.

ARTICLE IX

BY-LAWS: The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X

SHAREHOLDER QUOREM AND VOTING: Fifty-one (51%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of Fifty-one (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI

POWERS: This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XII

MEETINGS BY CONFERENCE TELEPHONE: Directors may participate in regular or special meeting of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIII

ACTION BY DIRECTORS WITHOUT A MEETING: The directors of this corporation may take action by written consent as provided by law.


ARTICLE XIV

INDEMNIFICATION: The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XV

AMENDMENT: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 17th DAY OF October AD, 2006.


SUBSCRIBER

Article XVI

eff. Date Oct. 17th 2006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA:)
) SS:
COUNTY OF DADE:)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State FLORIDA, County Dade, personally appeared, SERGIO ARCE personally known to me, or who has produced DRIVERS LICENSE as identification. Who is the person described in and who executed the foregoing Articles of Incorporation. Who, being by me first duly sworn did take an oath, deposes and states. That she does acknowledge before me, that the said Articles are the act and deed of the signer respectively, and the facts and matters therein set forth are true and correct.

IN WITNESS WHEREOF. I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17th DAY OF OCTORBER AD 2006.



NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

MY COMMISSION EXPIRES:

