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TALLAHASSEE, FLORIDA

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LAW OFFICES OF  
**GRACE ANNE GLAVIN, P.A.**  
ATTORNEY AND COUNSELOR AT LAW

1340 TUSKAWILLA ROAD  
WINTER SPRINGS, FLORIDA 32708

Telephone (407) 699-1110  
Telecopier (407) 699-1165

**Date:** March 16, 2007

**Re:** WALKER HOLDINGS, INC..

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

**Attachments:** Original and copy of Articles of Incorporation  
Check for \$87.50 for filing and Certification of Good Standing

**Instructions:** Please return a certified copy of the Articles of Incorporation  
together with the Certificate of Good Standing..

Respectfully submitted

  
Grace Anne Glavin

GAG/wf  
Enclosure

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ARTICLES OF INCORPORATION

FOR

N J WALKER HOLDINGS, INC.

The undersigned, acting as incorporators for this business corporation pursuant to Chapter 607 of the Florida Statutes, hereby form a Business Corporation under the laws of the State of Florida and adopt the following Articles of Incorporation for such corporation.

ARTICLE I  
NAME OF CORPORATION

The name of the corporation shall be N J WALKER HOLDINGS, INC.

ARTICLE II  
TERM OF EXISTENCE

This corporation shall begin its corporate existence as of the 18th day of April, 2006 and shall exist perpetually.

ARTICLE III  
GENERAL PURPOSE

The general purpose for which this corporation is organized shall be the conduct of the retail sale of beer, wines, liquor, food and related products of service and all things in connection therewith that are related under the laws of the State of Florida. The business of the corporation shall be limited to the foregoing activities.

ARTICLE IV  
CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any time is Five Hundred (500) shares of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE V  
REGISTERED OFFICE, REGISTERED AGENT, AND PRINCIPAL OFFICE

The street address of the initial Registered Office of the corporation in the State of Florida

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will be 1340 Tuskawilla Road, Suite 106, Winter Springs, Florida 32708, and the name of the initial Registered Agent at such address is GRACE ANNE GLAVIN, ESQUIRE.

The street address of the Principal Office of the corporation is 1119 W. State Road 436, Altamonte Springs, Florida 32714.

#### ARTICLE VI DIRECTORS AND INCORPORATORS

The initial number of Directors of this corporation shall be two (2). The number of Directors may be increased or diminished from time to time with Bylaws adopted by the shareholders but shall never be less than one (1).

The name and address of the incorporator of this corporation and initial member of the Board of Directors, who shall hold office for the first year of existence of this corporation, or until his successor is elected or appointed and is qualified, is:

NAME	ADDRESS
Nicholas Walker	1119 W. State Road 436, Altamonte Springs, FL 32714
Jackie Anne Walker	1119 W. State Road 436, Altamonte Springs, FL 32714


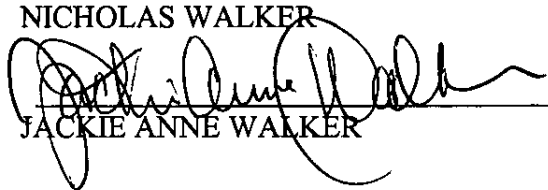
#### ARTICLE VII AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon shareholder(s) if subject to this reservation.

#### ARTICLE VIII INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporators have made and subscribed these Articles of Incorporation at Winter Springs, Florida, on the 18<sup>th</sup> day of April, 2007.

  
\_\_\_\_\_  
NICHOLAS WALKER  
  
\_\_\_\_\_  
JACKIE ANNE WALKER


STATE OF FLORIDA  
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared NICHOLAS WALKER and JACKIE ANNE WALKER who has produced their Florida Drivers' License Nos. W426-620-70-368-0 and W426-421-74-590-0, as identification and who have executed the foregoing Articles of Incorporation, and they acknowledge that they subscribed the foregoing instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State last aforesaid this 30 day of April, 2007.



Grace Anne Glavin  
MY COMMISSION # 00223742 EXPIRES  
June 21, 2007  
BONDED THRU TROY FAIR INSURANCE, INC.

  
\_\_\_\_\_  
NOTARY PUBLIC

[Notary stamp or seal]

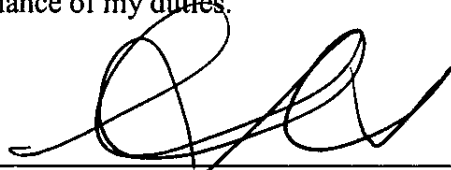
**CERTIFICATE OF REGISTERED AGENT**

Pursuant to 48.091, Florida Statutes, the following is submitted in compliance with said Act that N J WALKER HOLDINGS, INC., desiring to organize under the Laws of the State of Florida, with its principal place of business at 1119 w. State Road 436, Altamonte Springs, FL 32714, has named GRACE ANNE GLAVIN, located at 1340 Tuskawilla Road, Suite 106, Winter Springs, Florida, as its Agent to accept service of process within Florida.

**Acknowledgment**

Having been named to accept service of process for the above stated corporation at the place designated in the Certificate, I hereby agree to act in this capacity and to comply with provisions of said Statutes relative to the proper and complete performance of my duties.

DATED this 30 day of April, 2007.

  
\_\_\_\_\_  
GRACE ANNE GLAVIN

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