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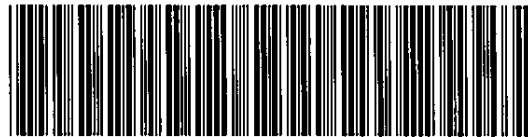
(Business Entity Name)

(Document Number)

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2007 JUN 21 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. Hampton JUN 22 2007

**LAZARUS
CORPORATE FILING SERVICE**

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. AZUL SPIRITS & WINES INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

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206

☒ Certified Copy

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☐ Certificate of Status

NEW FILINGS

☒ Profit

☐ Not for Profit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

Examiner's Initials

ARTICLES OF INCORPORATION

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Azul Spirits & Wines Inc.

ARTICLE II - PRINCIPAL OFFICE

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

*principal: 1414 20 street
Miami Beach, FL 33139*

*mailing: 5555 Collins Avenue Apt. 10K
Miami Beach, FL 33140*

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLES IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

*Adela B. Villa de Rey
5555 Collins Avenue
Apt. 10K
Miami Beach, FL 33140*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2007 JUN 21 AM 10:36

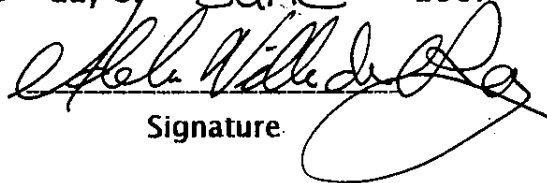
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ARTICLE V - INCORPORATOR

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

Adela B. Villa de Rey
5555 Collins Avenue
Apt 10K
Miami Beach, FL 33140

The undersigned incorporator has executed these Articles of Incorporation this 20 day of June 2007


Signature

ARTICLE VI- DIRECTOR(S)

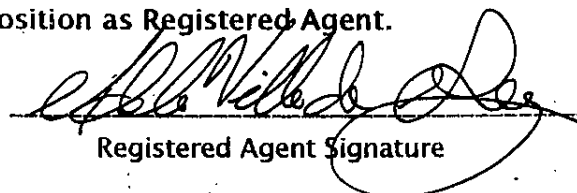
The name(s) and street address (es) of the director(s) to these Articles of Incorporation is (are):

Mariano R. Villa de Rey (president)
5555 Collins Avenue
Apt 10K
Miami Beach, FL 33140

Adela B. Villa de Rey (secretary & treasurer)
5555 Collins Avenue
Apt 10K
Miami Beach, FL 33140

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT /REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Registered Agent Signature