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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 JUL 28 AM 9:45

FILED

J. Shivers JUL 29 2009

2009-31146

June 9, 2009

State of Florida
Department of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

RE: Incorporation of Argentina Wines Group, Inc.

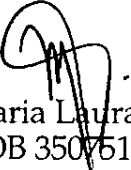
Gentlemen:

We are hereby presenting your department with the necessary documents for the incorporation of the above named company. Enclosed is an original and one copy of the Articles of Incorporation. Please file the original in your offices and return the copy stamped.

Also enclosed is a check in the amount of \$78.50 covering the Filing Fee for Articles of Incorporation.

Your attention to the above matter will be greatly appreciated.

Sincerely,


Maria Laura Figueroa
POB 350751
Jose Marti Station
Miami, FL 33135-0751

305/530-8787

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Articles of Incorporation
of
ARGENTINA WINES GROUP, Inc.

ARTICLE I - NAME

The name of this Corporation is **ARGENTINA WINES GROUP, Inc.**

ARTICLE II - CORPORATE ADDRESS

The principal place of business of this Corporation shall be **1393 SW 1 Street, #400, Miami, Florida 33135**. The mailing address of this Corporation shall be POB 350751, José Martí Station, Miami, FL 33135-0751.

ARTICLE III - DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Florida Department of State.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of importing and promoting the wines of Argentina in the United States of America, as well as transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) shares of One Hundred Dollars (\$100.00) par value common stock that shall be designated as *Common Shares*.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is **1393 SW 1 St., Suite 400, Miami, FL 33135**. This name of the initial registered agent of this corporation at that address is **Maria Laura Figueroa**.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have three Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased according to

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the Bylaws of the Corporation; however, there shall never be less than one Director or more than five. The name, position, and address of each member of the initial Board of Directors of the Corporation are:

Norma B. Bernardelli
President/Director
POB 350751
Jose Marti Station
Miami, FL 33135

Yolanda Dominguez
Vice President/Director
POB 350751
Jose Marti Station
Miami, FL 33135

Rosa Armesto
Secretary/Director
POB 350751
Jose Marti Station
Miami, FL 33135

ARTICLE IX - INCORPORATORS

The name and address of the Incorporators signing these articles is:

Norma B. Bernardelli
POB 350751
Jose Marti Station
Miami, FL 33135

Yolanda Dominguez
POB 350751
Jose Marti Station
Miami, FL 33135

Rosa Armesto
POB 350751
Jose Marti Station
Miami, FL 33135

ARTICLE X - INDEMNIFICATION


The Corporation shall indemnify each of its officers and directors whether or not then in office (and his or her executor, administrator, and heir to the fullest extent permitted by law against expenses and other disbursements in connection with any action or proceeding to which he or she is made or threatened to be made a party because he or she is or was a director or officer of the Corporation. The Corporation may advance expenses in connection with such action or proceeding to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

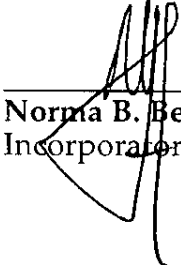
ARTICLE XII - ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named to accept service of process for the Corporation named above, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

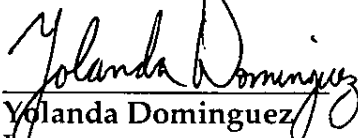


Maria Laura Figueroa
Registered Agent

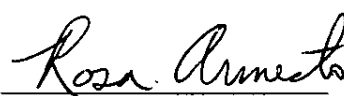
IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 6th day of January 2009.



Norma B. Bernardelli
Incorporator



Yolanda Dominguez
Incorporator



Rosa Armesto
Incorporator

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