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FLORIDA PROFIT/NON PROFIT CORPORATION  
CORPBEV SERVICES, INC.

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ARTICLES OF INCORPORATION

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OF

CORPBEV SERVICES, INC.

ARTICLE I

The name of the Corporation is: CORPBEV SERVICES, INC.  
Principal Office: 2651 NE 214 STREET  
N. MIAMI BEACH, FLORIDA 33180

ARTICLE II

The Corporation may engage or transact in any or all activity or business permitted under laws of the United States and the State of Florida. The corporation shall exist perpetually.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Hundred (100) shares of One-Dollar (\$1) par value common stock, which shall be designated "Common Shares." The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

CUMULATIVE VOTING

At each election for directors, every holder of the capital stock (or voting stock, if there is more than one class and one class is nonvoting) shall have the right to vote, in person or by proxy, the number of shares registered in his name for as many persons as there are directors to be elected and for whose election he has a right to vote, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of such candidates. Notice must be given by any shareholder to the President and the Vice-president of the Corporation, not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors, that such shareholders intend to cumulate his vote at said election.

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**ARTICLE V**

**PREEMPTIVE RIGHTS**

The registered holders of the shares of the capital stock of the Corporation shall have the preemptive right to purchase additional stock on such equitable terms, prices, and conditions as shall be fixed by the Board of Directors for the issuance of any stock in the Corporation from time to time. Such preemptive right shall be exercised in the ratio that the number of shares held by each stockholder bears to the total number of shares outstanding.

**ARTICLE VI**

**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

**ARTICLE VII**

**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida is:

INITIAL REGISTERED AGENT: HUGO FRANCO  
INITIAL REGISTERED OFFICE: 2651 NE 214 STREET  
N. MIAMI BEACH, FLORIDA 33180

**ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept the process on the Corporation at the Initial Registered Office designated in these articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

  
HUGO FRANCO  
REGISTERED AGENT

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### ARTICLE VIII

#### INITIAL BOARD OF DIRECTOR(S)

The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1). The name(s) and address(es) of the initial directors of the Corporation are:

<u>Name(s)</u>	<u>Address(es)</u>
HUGO FRANCO	2651 NE 214 STREET N. MIAMI BEACH, FLORIDA 33180
CELIA FRANCO	2651 NE 214 STREET N. MIAMI BEACH, FLORIDA 33180

### ARTICLE IX

#### INITIAL OFFICER(S)

The name(s) and address(es) of the initial Officers of the Corporation is(are):

HUGO FRANCO, President and Treasurer  
CELIA FRANCO, Vice-President and Secretary

### ARTICLE X

#### SPECIAL VOTE REQUIREMENTS

The following acts of the Corporation shall not be performed without the written consent of affirmative vote of two-thirds (2/3) of the issued and outstanding common stock of the Corporation:

- (1) amendment of the Articles of Incorporation
- (2) amendment of the Bylaws of the Corporation
- (3) increase of the capital stock of the Corporation
- (4) voluntary bankruptcy of the Corporation
- (5) dissolution of the Corporation
- (6) change in preemptive rights in the corporate stock
- (7) abolition of cumulative voting

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**ARTICLE XI**

**INCORPORATOR(S)**

The name(s) and address(es) of the incorporator(s) executing these Articles of Incorporation is:

INCORPORATOR: HUGO FRANCO  
ADDRESS: 2651 NE 214 STREET  
N. MIAMI BEACH, FLORIDA 33180



HUGO FRANCO  
Incorporator

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STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE )

Personally appeared before me, the undersigned authority, HUGO FRANCO  
before me the undersigned the foregoing Affidavit in my presence and who being by me  
first duly sworn, deposes and says that he/she knows the contents of said Affidavit.

Witness my hand and official seal at Miami, Florida this 15<sup>th</sup> day of July, 2011.



Signature of Notary Public  
My Commission expires:

Affiant(s): personally known or produced ID  
Type of Identification FL Driver License # F&52-332-44-027-0  
Exp 1/27/13



SHEILA JACKSON  
Notary Public, State of Florida  
Commission #00871662  
My Commission Expires Mar. 18, 2018

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