

08/06/2018 15:59

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LAZARUS CORPORATE

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**FLORIDA PROFIT/NON PROFIT CORPORATION
MIAMI DADE LIQUORS CORP.**

Certificate of Status	0
Certified Copy	1
Page Count	06
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ARTICLES OF INCORPORATION
OF
MIAMI DADE LIQUORS CORP.

Article I - Name

The name of this corporation is MIAMI DADE LIQUORS CORP.

Article II - Purpose

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

Article III - Capital Stock

This corporation is authorized to issue FIVE hundred (500) shares of ONE and No/100 (\$1.00) DOLLAR par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new common stock of this Corporation shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Registered Office

The street address of the initial registered office and principal office of this corporation is: 720 SW 2ND AVE. MIAMI, FL 33130

Article VI - Registered Agent

The name and address of the Registered Agent is:

DAVID GIL 720 SW 2ND AVE. MIAMI, FL 33130

Article VII - Initial Board of Directors

This corporation shall have 1 director(s) 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 initial director(s) of this corporation is (are):

NAME	ADDRESS
DAVID GIL	720 SW 2ND AVE. MIAMI, FL 33130
EDUARDO ATIENZA	720 SW 2ND AVE MIAMI FL 33130

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Article VIII - Incorporator

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

DAVID GIL

720 SW 2ND AVE. MIAMI, FL 33130

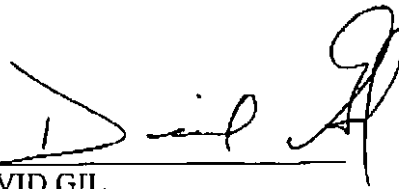
Article IX - Indemnification

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

Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and in the shareholders.

IN WITNESS THEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 1ST DAY OF AUGUST, 2018.



DAVID GIL

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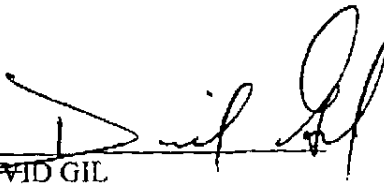
**CERTIFICATE OF DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That MIAMI DADE LIQUORS CORP. desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named DAVID GIL 720 SW 2ND AVE. MIAMI, FL 33130 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of MIAMI DADE LIQUORS CORP. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes, this 1ST DAY OF AUGUST, 2018.


DAVID GIL

H18000220918

**RATIFICATION OF FIRST MEETING OF
DIRECTORS AND SHAREHOLDERS
OF
MIAMI DADE LIQUORS CORP.**

We, the undersigned, being all of the directors and shareholders of MIAMI DADE LIQUORS CORP., do hereby ratify, approve and confirm all that has occurred in the foregoing meeting, the Minutes of which we have read, and in signification of such approval, ratification and confirmation and of our assent to any and all actions at said meeting, do hereby sign our names and seal this 1ST DAY OF AUGUST, 2018.

EDUARDO ATIENZA



DAVID GIL

61000028910

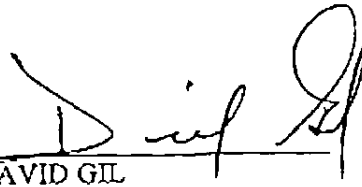
**WAIVER OF NOTICE AND CONSENT TO
FIRST MEETING OF
DIRECTORS AND SHAREHOLDERS
OF**

MIAMI DADE LIQUORS CORP.

We, the undersigned, being all of the directors and Shareholders of MIAMI DADE LIQUORS CORP., a corporation organized and existing under and by virtue of the laws of the State of Florida, do hereby call an annual meeting of the Directors and Shareholders of said corporation and we do hereby waive all notice thereof whether provided by statute or otherwise, and do consent that such meeting shall be held at the principal office of the corporation, on the 1ST DAY OF AUGUST, 2018 at 3:00 P.M., for the purpose of transacting any and all business which may be legally motioned at said meeting.

Dated this 1ST DAY OF AUGUST, 2018.

EDUARDO ATIENZA



DAVID GIL