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Law Office of  
**JEFFREY J. PARDO**  
Attorney and Counselor at Law

RECEIVED  
JAN 23 1995  
TALLAHASSEE, FLORIDA

January 18, 1995

Division of Corporations  
Florida Secretary of State  
P.O. Box 6327  
Tallahassee, Florida 32314

In Re: Drink Tank Europe - USA, Inc.

900001387179  
-01/23/95--01090--005  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Director McKinnon,

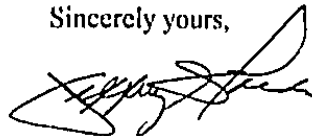
Enclosed herewith please find an original and one original copy of the Articles of Incorporation for Drink Tank Europe - USA, Inc. In addition, please find our firm check in the sum of \$122.50 to cover the following:

|                        |                 |
|------------------------|-----------------|
| filing fee at          | \$ 35.00        |
| certified copy at      | \$ 52.50        |
| <u>resident fee at</u> | <u>\$ 35.00</u> |
| Total                  | \$ 122.50       |

Please file these Articles of Incorporation, assign it a charter number, and return a certified copy of the Articles to my office at your earliest convenience.

Thanking you for your courtesy and cooperation with this matter, I am

Sincerely yours,



**JEFFREY J. PARDO**  
JJP:mm

Encl. a/s

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**ARTICLES OF INCORPORATION  
FOR  
Drink Tank Europe - USA, Inc.**

RECORDED  
JUN 23 1963  
FBI - TAMPA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida, and do hereby certify that we have become such corporation under and pursuant to the following Articles of Incorporation.

I.

The name of the corporation is **Drink Tank Europe - USA, Inc.**

II.

The general nature of the business to be transacted by said corporation shall be and is as follows:

1. To provide business and personal services of every kind permitted by law.
2. And for the purpose of carrying on the aforesaid business to buy, sell and convey property, both real and personal, as the same shall be necessary, and generally, to do all things that may be necessary to the conducting of said business.
3. To rent, maintain and construct in whole or in part, offices and buildings for the corporation.
4. To acquire all or any part of the good will, rights, property and business of any person, entity, partnership, association or corporation; to pay for the same in cash or in stocks, bonds, notes, mortgages or other obligations of the corporation or otherwise; to hold, utilize and in any manner dispose of the whole or any part of the rights and property so acquired, and to assume in connection therewith any liabilities of any such person, entity, partnership, association or corporation and conduct in any lawful manner the whole or any part of the business so acquired.
5. To purchase, lease or otherwise acquire real estate necessary to the operations of this corporation; to buy, lease, build, erect, equip, operate, maintain and sell such real estate and to construct, install, lease, own and operate telephone exchanges in buildings owned or operated.
6. To conduct any of the business of the corporation, either as principal, agent or factor, or in any other manner, or any other basis permitted by law.
7. The foregoing clauses shall each be construed as purposes, objects and powers and it is hereby expressly provided that the enumeration herein of specific purposes, objects and powers shall

not be held to limit or restrict in any manner the general powers of the corporation; and the matters expressed in each clause shall, except as expressly otherwise provided, be in no ways limited by reference to or inference from terms of any other clause, but shall be regarded as independent purposes, objects and powers

### III

The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any time is five hundred thousand (500,000) shares of \$.01 par value. Said stock may be issued by the corporation either for cash, wholly or in part, for labor, services, contracts, mortgages, choses in action or property of any kind, nature or description whatsoever, at a valuation to be fixed by the Board of Directors, which valuation, in their judgment, shall seem adequate; and the vote or consent of the stock holders shall not be necessary for such issue. When this consideration fixed by the Board of Directors for said stock has been fully paid and delivered, any and all shares so issued therefore shall be fully paid stock and not subject to any further call or assessment thereon.

### IV.

The minimum amount of capital with which this corporation does hereby begin business shall be and is the sum of Five Hundred (\$500) Dollars.

### V.

The duration of the corporation is to be perpetual.

### VI.

The principal office of this corporation shall be and is located at 999 South Bayshore Drive, Suite 808, Miami, Florida 33131, with the privilege of having branch offices at other places.

### VII.

The number of its directors is to be not less than one (1) nor more than eleven (11). Directors need not be stockholders.

VIII.

The names and post office addresses of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By laws of this corporation and the laws of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

Antonio Cerrejón  
999 South Bayshore Drive, Suite 808  
Miami, Florida 33131

Juan Manuel Torres  
999 South Bayshore Drive, Suite 808  
Miami, Florida 33131

IX.

The names and post office addresses of each subscriber of these Articles of Incorporation and a statement of the number of shares of stock which each agrees to take in the corporation are as follows, the proceeds of which shall amount to at least \$500:

Antonio Cerrejón  
999 South Bayshore Drive,  
Suite 808  
Miami, Florida 33131  
24,500 shares

Juan Manuel Torres  
999 South Bayshore Drive,  
Suite 808  
Miami, Florida 33131  
24,500 shares

Drink Tank Europe, S.L.  
999 South Bayshore Drive,  
Suite 808  
Miami, Florida 33131  
51,000 shares

The officers of this corporation shall be a President, a Secretary, a Treasurer and such officers, agents and factors shall be chosen in such manner, hold their offices for such powers and duties as may be prescribed by the By laws or determined by the Board of Directors. Any person may hold two or more offices except that the President shall not also be the Secretary or Assistant Secretary of the corporation.

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators have hereunto set our hands and seals this 15 day of December, 1994, for the purpose of forming this corporation under the laws of the State of Florida and we hereby make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts therein are true.

Drink Tank Europe - USA, Inc.

By: Juan M. Torres (Seal)  
Juan Manuel Torres, as Incorporator

By: Antonio Cerrejón (Seal)  
Antonio Cerrejón, as Incorporator

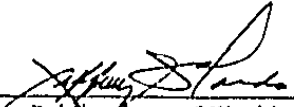
STATE OF FLORIDA    )

ss

COUNTY OF DADE    )

Before me personally appeared Drink Tank Europe - USA, Inc. by and through its incorporator, Juan Manuel Torres, personally known to me and known to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes contained therein.

WITNESS my hand and official seal this 15 day of December, 1994.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXPIRES JULY 31, 1995  
BONDED 1000 US DOLLARS

95 JAN 23  
FALLS CHURCH, VA

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Certificate designating place of business or domicile for the service of process within Florida and naming agent upon whom process may be served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Drink Tank Europe - USA, Inc., designated, organized or qualified under the laws of the State of Florida with its principal place of business at the City of Miami, State of Florida, has named **JEFFREY J. PARDO**, located at 8323 N.W. 12th Street, Suite 210, Miami, Florida 33126, as its agent to accept service of process within Florida.

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

  
Jeffrey J. Pardo, Resident Agent

December 15, 1994  
Date