

P95-000027918
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April 3, 1995

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

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****122.50 ****122.50

RE: BREWTOPIA, INC.

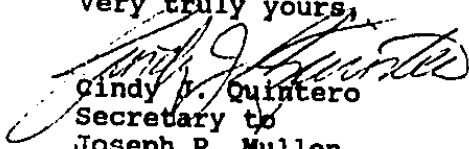
Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy of Articles of Incorporation for BREWTOPIA, INC. with our check in the amount of \$122.50 representing your fee for filing the Articles of Incorporation.

Kindly file the Articles and return a copy of same to the undersigned in the enclosed, self-addressed stamped envelope.

Thanking you for your prompt attention to this matter, I remain,

Very truly yours,


Cindy A. Quintero
Secretary to
Joseph P. Mullen

/cjq

Enc.

corp/secstate.po

AB 4/7/95

FILED
TALLAHASSEE, FLORIDA
APR 5 1995

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ARTICLES OF INCORPORATION
OF

BREWTOPIA, INC.

ARTICLE I - NAME

The name of this corporation is BREWTOPIA, INC., with its principal office and address being located at Suite 302, 2419 East Commercial Boulevard, Ft. Lauderdale, FL 33308 and its mailing address being P.O. Box 14458, Ft. Lauderdale, FL 33302.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business. The corporation will also operate its own advertising agency.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale by the corporation 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 VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 2419 E. Commercial Boulevard, Suite 302, Ft. Lauderdale, Florida 33308 and the name of the initial registered agent of this corporation at that address is Joseph P. Mullen, Esquire.

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) Director(s). The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and address(es) of the initial Director(s) is: Robert C. Motta, Suite 302, 2419 East Commercial Boulevard, Ft. Lauderdale, FL 33308.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles is: Robert C. Motta, 2419 E. Commercial Blvd., Suite 302, Ft. Lauderdale, FL 33308.

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 - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto. Any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: April 3, 1995



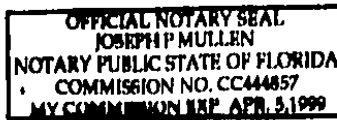
ROBERT C. MOTTA, INCORPORATOR

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 3rd
day of April, 1995, by ROBERT C. MOTTA, who is
personally known to me or who has produced _____
as identification and who did not take an oath.

Joseph P. Mullen
Notary Public
Print Name: JOSEPH P. Mullen

My Commission Expires:



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

In compliance with Section 48.091(1), Florida Statutes (1991),
the following is submitted:

That, BREWTOPIA, INC., desiring to organize or qualify under
the laws of the State of Florida, has named Joseph P. Mullen, as
its agent to accept service of process within the State of Florida.

Dated: April 3, 1995

Robert C. Motta
ROBERT C. MOTTA
Incorporator

ACCEPTANCE BY REGISTERED AGENT

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

Dated: April 3, 1995

Joseph P. Mullen

JOSEPH P. MULLEN,
Registered Agent

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95 APR -5 AM 8:37
CLERK OF COURT
TALLAHASSEE FLORIDA