

MURDOCH 27677

BOCA RATON* CLEARWATER DAYTONA BEACH* FORT MYERS HOLLYWOOD MIAMI* MIAMI
 PORT CHARLOTTE* ST. PETERSBURG SARASOTA SHIAR* TALLAHASSEE TAMPA WEST PALM BEACH

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 ALAN E. TANNENBAUM
 ANTHONY A. KALICHE
 DANIEL S. ROSENTHAL
 STEPHEN A. WEIL
 GARY C. ROSEN
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 ROBERT L. TANNER
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 HOWARD D. COHEN
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 FORMER U.S. AMBASSADOR TO
 COLOMBIA AND BRAZIL

OTHER OFFICES
 PRAGUE, THE CZECH REPUBLIC
 GUANGZHOU, CHINA
 MEXICO CITY, MEXICO*

*NOT ADMITTED IN FLORIDA
 *AVAILABLE FOR CONSULTATION
 BY APPOINTMENT.

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 3111 SW 16TH ROAD
 FORT LAUDERDALE, FL 33312-6525
 FORT LAUDERDALE (305) 987-7550
 FLORIDA TOLL FREE (800) 432-7712

Miami

April 4, 1995

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

RE: CASTEL PUJOL WINES (USA), INC.

Dear Sir/Madam:

Enclosed is original Article of Incorporation for the above referenced company, together with check for the sum of \$122.50 payable to Secretary of State. Please file and forward a receipt to us as soon as possible.

If you should require any additional information, please feel free to contact me.

Sincerely,

Ana Gonzalez
 Ana Gonzalez
 secretary to Simon Ferro

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95 APR 10 PM
TALLAHASSEE FLORIDA
SECY OF STATE
FILED

**ARTICLES OF INCORPORATION
OF
CASTEL PUJOL WINES (USA), INC.**

**ARTICLE I
NAME**

The name of this Corporation is **CASTEL PUJOL WINES (USA), INC.**

**ARTICLE II
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE III
STOCK**

This Corporation is authorized to issue 1000 shares of common stock with a par value of \$.01 per share.

**ARTICLE IV
REGISTERED AGENT**

The street address of the initial registered office of this Corporation is 2600 Douglas Road, #604, Coral Gables, FL 33134; and the name of the initial registered agent at that address is Margarita Valerio.

**ARTICLE V
DIRECTORS**

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The name and address' of the initial directors of this Corporation are Javier Carrau, Cesar Majo Guitierrez 2556, Monterideo, 12400, Uruguay and Margarita Valerio, 5886 SW 25 Street, Miami, Florida 33155.

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this Corporation is Margarita Valerio, 5886 SW 25 Street, Miami, FL 33155.

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the corporation is 2600 Douglas Road, #604, Coral Gables, FL 33134.

**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of April, 1995.



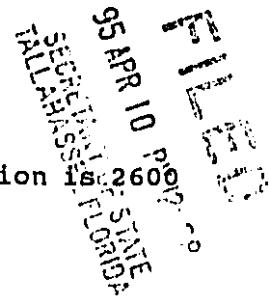
Margarita Valerio, Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.



Margarita Valerio



FILED