

P95000029978

BAUCHER, METTLER AND SHELTON

LAWYERS

340 ROYAL POINCIANA PLAZA

PO BOX 109

PALM BEACH, FLORIDA 33480

TELEPHONE (407) 833-8831

FAX (407) 888-8838

**M F BAUCHER (100310001)
THOMAS M. METTLER
JOHN W. SHELTON
FRANCIS X. J. LYNCH
DANIELA A. MARKLEY**

April 10, 1995

FEDERAL EXPRESS

**Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399**

**000001453710
-04/11/95--0111--007
***122.50 ***122.50**

Re: Palm Beach Brewery, Inc.

To Whom It May Concern:

With regard to the above, enclosed please find the following:

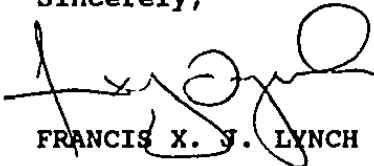
- 1. duplicate originals of the Articles of Incorporation for Palm Beach Brewery, Inc.,**
- 2. this firm's check in the amount of \$122.50, representing the filing fee**

and 3. a return self-addressed Federal Express mailer

Once the Articles of Incorporation have been filed, please return a copy of same to me in the enclosed Federal Express mailer.

Thank you for your assistance in this matter. Should you have any questions or comments in this regard, please feel free to contact me.

Sincerely,


FRANCIS X. J. LYNCH

**FXJL/kh
Enclosures**

**55 APR 11 AM 9:41
RECEIVED
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA**

BE 4/18

ARTICLES OF INCORPORATION
OF
PALM BEACH BREWERY, INC.

FILED
APR 11 1995
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0202, Florida Statutes, these Articles of Incorporation provide that:

1. The name of the corporation is PALM BEACH BREWERY, INC., (the Corporation).
2. The principal office of the Corporation is 340 Royal Poinciana Plaza, Palm Beach, Florida 33480.
3. The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of Common Stock, having a par value of \$1.00 per share.
4. The street address of the initial registered office of this Corporation is 340 Royal Poinciana Plaza, Palm Beach, Florida 33480 and the name of the initial registered agent of this Corporation is FRANCIS X. J. LYNCH.
5. The name and address of the person signing these Articles of Incorporation as Incorporator is RONALD KUTZ, 340 Royal Poinciana Plaza, Palm Beach, Florida 33480.
6. The Corporation shall have one (1) Director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1) nor more than five (5).

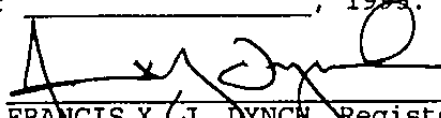
DATED this 10TH day of APRIL, 1995.


RONALD KUTZ, Incorporator

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

Having been named to accept service of process for PALM BEACH BREWERY, INC., at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

DATED this 10TH day of APRIL, 1995.


FRANCIS X. J. LYNCH, Registered Agent

P95000029978

MINTMIRE & ASSOCIATES
ATTORNEYS AT LAW

December 26, 1995

265 SUNRISE AVENUE
SUITE 204
PALM BEACH, FLORIDA 33480
TEL: (407) 832-5696
FAX: (407) 659-3371

Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: PALM BEACH BREWERY, INC.

Dear Sir or Madam:

Enclosed you will find the Articles of Amendment to Articles of Incorporation of PALM BEACH BREWERY, INC. to be filed. Also enclosed is our check in the amount of \$87.50 which represents the following:

\$35.00	Filing Fee
\$52.50	Certified Copy Fee

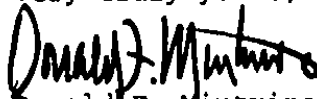
Please mail notification that this document has been filed with the State to:

MINTMIRE & ASSOCIATES
265 Sunrise Avenue - Suite 204
Palm Beach, Florida 33480

I have enclosed a prepaid envelope for your convenience in returning these documents to us.

If you have any questions, or require additional information, please call me at (407) 832-5696.

Very truly yours,


Donald F. Mintmire

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-01/05/96--01091--014
*****87.50 *****87.50

DFM/cks
Enclosures

*Original. misc.
Linda*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
96 JAN -5 PM 5:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PALM BEACH BREWERY, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article 3 shall be changed as follows:

The amount of the total authorized capital stock of this corporation is Ten Million (10,000,000) common shares with no par value; and One Million (1,000,000) cumulative convertible preferred shares at \$1.00 per share.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: December 22, 1995.

FOURTH: Adoption of Amendment(s) (check one)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):


"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 26 day of December, 1995.

Signature



(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

RONALD H. KUTZ

Typed or printed name

INCORPORATOR

Title