Harvey, D. Rogers, Esq.

P95000040184

1401 N.W. 171H AVENUE MIAMI, FLORIDA 33125 TELEFHONE, 323-0040 FACSIMILE, 347-1996

AREA CODE: 305

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. Box 5327 Tallahassee, Florida 32314

April 25, 1995

50000146955 -05/01/95--01067--001 ****122.50 ****122.50

RE: A-1A Liquors Company

Dear Sir/Mam:

Enclosed you will find the original Articles of Incorporation of the above styled Corporation, a copy of the same, my check in the amount of \$122.50 representing the filing fee, and a self-addressed stamped envelope.

Please have the Articles of Incorporation filed and remit a copy to my office in the self-addressed stamped envelope enclosed herein for your convenience.

Thanking you in advance for your prompt attention and cooperation in this mattex.

Sincerely,

HARVEY D-RUGERS ESQ.

HDR/nd

Enclosure

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5/5/95



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 5, 1995

HARVEY D. ROGERS, ESQUIRE 1401 N.W. 17TH AVENUE MIAMI, FL 33125

SUBJECT: A-1A LIQUORS COMPANY

Ref. Number: W95000009523

We have received your document for A-1A LIQUORS COMPANY and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Letter Number: 795A00022023

Doris McDuffie Corporate Specialist Supervisor

1401 N.W. 17TH AVENUE MIAMI, FLORIDA 33125 TELEPHONE: 325-0040 PACSIMILE: 547-1996

AREA CODE: 305

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. Box 5327 Tallahassee, Florida 32314

May 10, 1995

RE: A-1A Liquors Company

Dear Sir/Mam:

Enclosed you will find the corrected Articles of Incorporation of the above styled Corporation, a copy of your correspondence dated May 5, 1995 and a self-addressed stamped envelope.

Please have the Articles of Incorporation filed and remit a copy to my office in the self-addressed stamped envelope enclosed herein for your convenience.

Thanking you in advance for your prompt attention and cooperation in this matter.

Sincerely,

HARVEY D. ROSERS, ESQ.

HDR/nd

Enclosure

ARTICLES OF INCORPORATION OF A-1A LIQUORS COMPANY

95 MAY 19 AN 8:51
SECRETARY OF STATE
TALLAHASSEE ELOPIDA

ARTICLE I

The name of this Corporation is: A-1A LIQUORS COMPANY

ARTICLE II

This Corporation is organized for the purpose of transacting and to engage in any activity or business permitted under the laws of the State of Florida and The United States of America.

ARTICLE III

This Corporation is authorized to issue 7,500 shares of common stock of ONE (\$ 1.00) DOLLAR par value. No other class of stock is authorized.

ARTICLE IV

The principal office, mailing address and the initial registered office of this Corporation is: 19110 S.W. 177th. Avenue Miami, Florida 33187, and the name of the initial registered agent of this Corporation, at the above address is: MAGDA FERRO.

ARTICLE V

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation. However, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of a majority vote of the shareholders of this Corporation.

ARTICLE VI

This Corporation shall have One (1) Directors initially. The number of the Directors may be either increased or decreased from time to time by the By-Laws of the Corporation, but shall never be less than ONE (1). The names and addresses of the initial Board of Directors of this Corporation are:

NAME

ADDRESS

MAGDA FERRO 19110 S.W. 177th. Avenue Miami, Florida 33187

ARTICLE VII

The names and addresses of the persons signing these Articles of Incorporation are:

<u>NAME</u>

ADDRESS

MAGDA FERRO 19110 S.W. 177th. Avenue Miami, Florida 33187

ARTICLE VIII

The names and addresses of the initial Officers of this Corporation are:

NAME

ADDRESS

OFFICE

MAGDA FERRO

19110 S.W. 177th. Avenue Miami, Florida 33187

Pres/Sec

ARTICLE IX

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, and its amendments and modifications thereof. The Board of Directors and the Shareholders, by a majority vote, shall have the power to adopt, alter, amend or repeal the By-Laws of this Corporation in compliance with the Florida General Corporation Act.

ARTICLE X

The Corporation shall indemnify any and all Officers or Directors, or any former Officer or Director, to the full extent permitted by law for all acts done or made on behalf of the Corporation.

ARTICLE XI

The Board of Directors of the Corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any and all of the property and assets of the Corporation for the purpose of securing the payment or performance of any obligation of the Corporation, without obtaining prior Shareholder approval of any and each such transaction by the vote or written consent of the holders of fifty one (51) percent of the shares of the Corporation entitled to vote thereon and not otherwise.

energied to vote thereon and not otherwise.
IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 34 day of
April, 1995. Dagda Terro
MAGDA FERRO
STATE OF FLORIDA } } S.S.
COUNTY OF DADE }
Sworn to and subscribed before me this $\frac{34}{34}$ day of $\frac{Aprile}{1}$,
1995, by: MAGDA FERRO.
My Commission Expires On:
Personally Known: X OR Produced Identification FICIAL NOTARY SEAL Identification Produced:

COTARY PUBLIC STATE OF FLORIDA COMMISSION NO CC230215 MY COMMISSION FXP: 5FPT 22,1996

ACCEPTANCE AS RESIDENT AGENT

In pursuance of Chapter 48.081, Florida Statutes, 5 following is submitted in compliance with said Act: MILADAC

FIRST, that A-1A LIQUORS COMPANY, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named MAGDA FERRO, as its resident agent for the Corporation which is located at:19110 S.W. 177th Avenue, Miami, Dade County, Florida 33125-2322, as its agent to accept service of process within this State.

MAGDA FERRO

Title: President

Dated: 1 24 95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ALINE BUSINESS ORGANIZATION, 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 ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Dated: 4-21-95

	#		
	NSTRUCTIONS BEFORE CORIDA DEPARTMENT OF STATE	OMPLETING THIS FORM.	
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PLEASE READ ALL I	NSTRUCTIONS DEPARTMENT OF STATE	77	
APPLICATION	Sandra B. Mortham	FILED	
	Secretary of State DIVISION OF CORPORATIONS	0:50	
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MIAMI FL 33187	and only correction bak	4 Date Incorporated or Chathled To Do Business in Florida (7) Applied For	
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		g. Name and Address of New Registered Agent	
		9. Name and Address of the Section 1997	
8. Name and Address of	Current Registered Agent	NATION AS FERRO	
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FERRO, MAGDA		Suito, Apr T State Zip Con C 30	
-18140-8:W-177111-AVENOL			
MANN FL 33187		th and accept the obligations of Section 607 0505.	
	nt) if the above named corporation, am familiar w	Date	
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Signature of Registered Agent	1 1 1000	he DNo X	1
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