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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION
3-11-96

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NAME: COMPANIA RON QUIROGA, INC.
FAX AUDIT NUMBER: H96000003876
DATE REQUESTED: 03/18/1996
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SENT BY:

3-22-00 1:10:21 PM

ADORNO ZEDER-

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 19, 1996

ADORNO AND ZEDER PA
2601 SO BAYSHORE DRIVE STE 1600
MIAMI, FL 33133

SUBJECT: COMPANIA RON QUIROCA, INC. (Quiroga Rum Company, I.M.C.)
REF: W96000005847

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please provide an English translation for the entity's name in your cover letter.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000003876
Letter Number: 696A00012373

ARTICLES OF INCORPORATION
OF
COMPANIA RON QUIROGA, INC.

The undersigned, acting as Incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

Compania Ron Quiroga, Inc.

ARTICLE II

The existence of the corporation is effective as of the 11th day of March, 1996 and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws. The shareholders of the corporation have duly transferred and assigned to the corporation all of their rights, claims and interests in the

This instrument prepared by:

Justin T. Wilson
2601 S. Bayshore Drive
Suite 1600
Miami, Florida 33133
(305) 958-5555

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income produced by the properties in Cuba belonging to the *Compania Ron Quiroga, S.A.* and the *Compania Ron Quiroga Inmobiliaria, S.A.*, as well as the rights to any damages against persons illegally trafficking in such properties.

ARTICLE IV

The maximum number of shares, which this corporation is authorized to have outstanding at any time, is One Thousand (1,000) shares of Common Stock having a par value of One Cent (\$0.01) per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

A Z Registered Agent Corporation
2601 South Bayshore Drive
Suite 1600
Miami, Florida 33133

ARTICLE VI

This corporation shall have three (3) directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their qualified successors are elected or until their earlier resignation or removal from office, are:

Elisa Q. del Prado
2305 Monterrey Avenue
Las Vegas, Nevada 89104

H96000003076

Santiago F. Quiroga
4412 Parkchester Circle
Las Vegas, Nevada 89102

Nikki Brown
195 North Park Drive
Aurora, Ohio 44202

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one (1).

ARTICLE VII

The name and address of the Incorporator of the corporation is:

A Z Registered Agent Corporation
2601 South Bayshore Drive
Suite 1600
Miami, Florida 33133

ARTICLE VIII

The principal business and mailing address of the corporation shall be:

4412 Parkchester Circle
Las Vegas, Nevada 89102

Executed at Miami, Florida this 11th day of March, 1996.

A Z REGISTERED AGENT CORPORATION
Incorporator

By: Justin T. Wilson
Justin T. Wilson,
Secretary and Treasurer

SENT BY:

3-22-00 1:03PM :

ADORNO ZEIDER+

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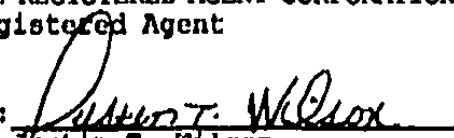
ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of Compania Ron Quiroga, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 11th day of March, 1996.

A Z REGISTERED AGENT CORPORATION
Registered Agent

By:


Justin T. Wilson,
Secretary and Treasurer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA