

P96000029575

LETTER OF TRANSMITTAL

DATE MARCH, 26 , 1996

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

SECRETARY OF STATE  
-003/29/96--01001--001  
\*\*\*\*122.50 \*\*\*\*122.50

Re: AMERICAN BEVERAGE AND TOBACCO , CO.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the costs of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

*Sergio Hevia*

SERGIO HEVIA  
17160 SW.W. 142 PLACE  
MIAMI, FLORIDA 33177

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 MAR 29 PM 1:20

FILED

APR 4 1996

BSS

ARTICLES OF INCORPORATION

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract hereby form a corporation under the laws of the State of Florida. **FILED**  
96 MAR 29 PM 1:20  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**ARTICLE I - CORPORATE NAME**

The name of the corporation is: AMERICAN BEVERAGE AND TOBACCO, CO.

**ARTICLE II - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue Five Hundred shares (500) of One Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE & AGENT**

The principal office, if known, or the mailing address of the corporation is:

Name AMERICAN BEVERAGE AND TOBACCO, CO.  
Address 25 EAST 9TH CT.  
City Miami, Florida 33010

The name and street address of the Initial Registered Agent of this corporation is:

Name SERGIO HEVIA  
Address 17160 S.W. 142 PLACE  
City MIAMI, FLORIDA 33177

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The corporation shall have: one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the Initial director(s) of the corporation are as follows:

NAME  
SERGIO HEVIA

ADDRESS  
17160 S.W. 142 PLACE , MIAMI FLORIDA 33177

ARTICLE VII - INCORPORATORS

The name and addresses of the incorporators signing these Article of Incorporation are as follows:

Same names and addresses of above Article (ARTICLE VI)

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 26TH DAY of March, 1996

SERGIO HEVIA

*Sergio Hevia*  
----- (Seal)

STATE OF FLORIDA }

SS

COUNT OF DADE }

before me a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared:

Signature  
*Sergio Hevia*  
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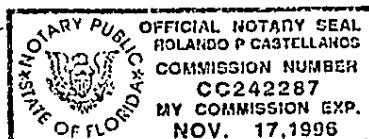
Form of Identification

Known personally

known to me and known to be the person(s) who executed the foregoing Article of Incorporation, who acknowledged before me that He executed these Articles of Incorporation, that I relied upon the forms of identification of the above named persons as indicated opposite each name, and that an oath was not taken.

Witness my hand and official seal in the County and State last aforesaid this 26th day of March, 1996

Notary Signature: *Rolando P. Castellanos*  
-----  
Rolando P. Castellanos



FILED  
96 MAR 29 PM 1:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

Certificate of Registered Agent  
of  
AMERICAN BEVERAGE AND TOBACCO, CO.

Pursuant to Florida status Sections 48.091 and 607.0501. the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

17160 S.W. 142 Place, Miami Florida 33177, Phone( 305) 234-4202

has named Sergio Hevia located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in the certificate, and being familiar with the obligation of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping said office.

*Sergio Hevia*

Registered Agent.