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CORPORATE CREATIONS

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7/08/96

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: CORPORATE CREATIONS ENTERPRISES, INC

DEPARTMENT OF STATE

4521 PGA BLVD., 8-211

STATE OF FLORIDA

409 EAST GAINES STREET

PALM BEACH GARDENS FL 33418-0000

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BLACK HORSE CELLARS LTD., INC.

FAX AUDIT NUMBER: H96000009389

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/08/1996

TIME REQUESTED: 13:07:33

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$78.75

ACCOUNT NUMBER: 072100000245

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**Articles of Incorporation
of
Black Horse Cellars Ltd., Inc.**

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TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
Black Horse Cellars Ltd., Inc.

Article II. Address

The mailing address of the Corporation is:
Black Horse Cellars Ltd., Inc.
137 E. Hampton Way
Jupiter FL 33458

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Michael J. Ellis
William M. Carpenter

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418-3967

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective July 8, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on July 8, 1996

Corporate Creations International Inc.

By: 
Frank A. Rodriguez President

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Corporate Creations International Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418-3967
(561) 694-8107

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
Black Horse Cellars Ltd., Inc.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Corporate Creations Enterprises, Inc.
Frank A. Rodriguez, President

Date: July 8, 1996

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Corporate Creations International Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418-3867
(561) 694-8107