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FAX #: (904)922-4001

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ACCT#: 0724aper50003255

CONTACT: RAY STORMONT

FAX #: (305)541-3770

PHONE: (305)541-3694

AME: BAVARIAN BREWING COMPANY

AUDIT NUMBER.....96000013613

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

BRT. OF STATUS..0

PAGES..... 6

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**ARTICLES OF INCORPORATION**

**OF**

**BAVARIAN BREWING COMPANY, INC.**

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

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**ARTICLE I. NAME**

The name of the Corporation is: BAVARIAN BREWING COMPANY, INC.

**ARTICLE II. NATURE OF BUSINESS**

This Corporation is organized for the purpose of obtaining home and business financing of classified material for clients and any or all business permitted under the laws of the United States of America and the laws of the State of Florida.

A. To buy, hold mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks and licenses, in the State of Florida and in all other States and countries.

B. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

C. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

Richard Burns, Esquire  
Florida Bar No. 091370  
1500 NW 107 Avenue - 200  
Miami, Florida 33172  
305-597-0202

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D. To guarantee, endorse, purchase, note, sell, transfer mortgage, pledge or otherwise acquire or dispose of the capital stock of, or any bonds, securities or any other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owners of such stock exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

E. To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.

F. To manufacture, sell and distribution of food and snack products.

#### **ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this company is authorized to have outstanding at any time is One Hundred (100) shares of Five Dollars (\$5.00) per value, the consideration to be paid for each share shall be Five Dollars (\$5.00).

#### **ARTICLE IV - INITIAL CAPITAL**

The amount of capital with which this Corporation will begin business is not less than FIVE HUNDRED (\$500.00) Dollars.

#### **ARTICLE V**

This Corporation is to exist perpetually.

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The initial post office address of the registered agent of this corporation is:  
1500 NW 107 Avenue, Suite 200, Miami, Florida 33172 and the name of the initial  
registered agent of this Corporation is Richard Burns. The address of the corporation  
is 1500 NW 107 Avenue, Suite 200, Miami, FL 33172.

**ARTICLE VII**

This Corporation shall have one (1) director initially. The number of directors  
may increase or diminish from time to time, by laws adopted by the stockholders, but  
shall never be less than one (1).

**ARTICLE VIII**

The names and post office addresses of the member(s) of the first Board of  
Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Franz Rothschild President	1500 NW 107 Avenue, Suite 200 Miami, Florida 33172
Franz Rothschild Secretary	1500 NW 107 Avenue, Suite 200 Miami, Florida 33172

**ARTICLE IX - SUBSCRIBERS**

The name and post office address of each subscriber of these Articles of  
Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Franz Rothschild President	1500 NW 107 Avenue, Suite 200 Miami, Florida 33172

Richard Burns, Esquire  
Florida Bar No. 091370  
1500 NW 107 Avenue - 200  
Miami, Florida 33172  
305-597-0202

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**ARTICLE X - AMENDMENT**

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

IN WITNESS WHEREOF, the subscribing stockholders and incorporates have hereto set their hands and seals, and caused these Articles of Incorporation to be executed this 25 of September, 1996.

  
Franz Rothschild - President

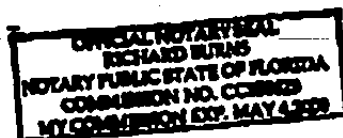
STATE OF FLORIDA )  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, this day personally appeared, FRANZ ROTHSCHILD, known to me to be the persons who executed the foregoing Articles of Incorporation of BAVARIAN BREWING COMPANY, INC., Inc. and severally acknowledged before me that they executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the city of Miami, Dade County, Florida this 25 day of September, 1996.

  
NOTARY PUBLIC, State of Florida  
My commission expires:

Richard Burns, Esquire  
Florida Bar No. 091370  
1500 NW 107 Avenue - 200  
Miami, Florida 33172  
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, HAVING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT BAVARIAN BREWING COMPANY, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT DADE COUNTY, IN THE STATE OF FLORIDA, HAS NAMED RICHARD BURNS, LOCATED AT 1500 NW 107 AVENUE, SUITE 200, MIAMI, FLORIDA 33172, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

SIGNATURE:

FRANZ ROTHSCHADL  
President

TITLE:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, 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.

SIGNATURE:

Richard Burns, Registered Agent

DATE:

9-25-96

Richard Burns, Esquire  
Florida Bar No. 081370  
1500 NW 107 Avenue - 200  
Miami, Florida 33172  
305-597-0202

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