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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIQUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: BEVERAGE & MORE, INC.

AUDIT NUMBER.....H96000014728

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

CERT. OF STATUS..1

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 21, 1996

CORPORATE CREATIONS INTERNATIONAL

SUBJECT: BEVERAGE & MORE, INC.  
REF: W96000022332

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Dana Calloway  
Document Specialist

FAX Aud. #: H96000014728  
Letter Number: 996A00048406

H96000014728

Articles of Incorporation  
of  
Beverage & More Int'l, Inc.

Article I. Name

The name of this Florida corporation is:  
Beverage & More Int'l, Inc.

Article II. Address

The mailing address of the Corporation is:  
Beverage & More Int'l, Inc.  
P.O. Box 335  
McAlpin FL 32062

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Rick Gottschalk  
Route 1 Box 925  
McAlpin FL 32062

Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:  
Rick Gottschalk

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. 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 applicable law.

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Article V. Capital Stock

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

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629

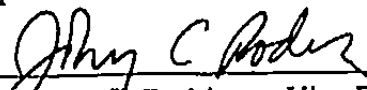
Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective October 21, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on October 18, 1996

Corporate Creations International Inc.

By:

  
Johnny C. Rodriguez Vice President

H96000014728

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0686

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

**CORPORATION:**  
Beverage & More Int'l, Inc.

**REGISTERED AGENT:**  
Rick Gottschalk  
Route 1 Box 925  
McAlpin FL 32062

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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.

  
Rick Gottschalk  
by J.C. Rodriguez as attorney-in-fact

Date: October 21, 1996

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Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0686

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BEVERAGE & MORE INT'L, INC  
P.O. BOX 3433  
DUNNELLON, FLORIDA 34430

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

October 8, 1997

Re: Address Change Document Number P96000086644  
Beverage & More Int'l, Inc.

Please be advised that our new address is: P.O. Box 3433, Dunnellon, Florida,  
34430.

Racnita Carpenter  
Secretary

KS 10/7/97