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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY

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NAME: REFRESCOS TROPICALES, INC.

AUDIT NUMBER.....H97000009251

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

CERT. OF STATUS..0

PAGES..... 4

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Tropical Sodas, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 6/6/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 5, 1997

EMPIRE CORPORATE KIT CO

SUBJECT: REFRESCOS TROPICALES, INC.
REF: W97000013239

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000009251
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**ARTICLES OF INCORPORATION
OF
REFRESCOS TROPICALES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is:

REFRESCOS TROPICALES, INC.

ARTICLE II - DURATION

The corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLES V - RIGHTS OF SHARE OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common shares, each having one vote. Nothing in the Articles shall be construed to allow cumulative voting of shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street of the initial Registered Agent and Registered Office of the Corporation are:

RAUL C. DIAZ
2421 S.W. 11 STREET
MIAMI, FL 33135

This document prepared by:
Robert A. Brandt, Esq.
3350 S.W. 27th Avenue
Coconut Grove, FL 33133
Fla. Bar No. 311391
305-859-2001

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The name and address of the initial Director is:

RAUL C. DIAZ
2421 S.W. 11 STREET
MIAMI, FL 33135

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator and person signing these Articles is:

RAUL C. DIAZ
2421 S.W. 11 STREET
MIAMI, FL 33135

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer and/or director or any former officer and/or director to the full extent permitted by law.

ARTICLE XI - COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence upon filing of these Articles of Incorporation.

ARTICLE XII - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

2421 S.W. 11 STREET
MIAMI, FL 33135

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on May 5 1997.

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EMPIRE CORPORATE KIT

JUN-06-1997 09:26

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First That, REFRESCOS TROPICALES, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation at County of Dade, State of Florida has named RAUL C. DIAZ, located at 2421 S.W. 11 STREET, MIAMI, FL 33135, County of Dade within this State as registered agent of said corporation.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 

RAUL C. DIAZ
(REGISTERED AGENT)

Dated: 06/05/97

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TALLAHASSEE, FLORIDA

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