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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

AMR: LEESEBURG BOTTLING PRODUCTION, INC.

AUDIT NUMBER.....H97000011726

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

CERT. OF STATUS..0

PAGES..... 4

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EFFECTIVE DATE

7-17-97

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ARTICLES OF INCORPORATION.

OF

LEESBURG BOTTLING PRODUCTION, INC.

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is LEESBURG BOTTLING PRODUCTION, INC. (the "Corporation").
- SECOND: The street address of the initial principal office and mailing address of the Corporation is 2415 West Griffin Road, Leesburg, Florida 34748.
- THIRD: The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: B & C Corporate Services, Inc.
- FIFTH: The name and address of the incorporator of the Corporation is: Jose A. Santos, Jr., 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The corporate existence of the Corporation shall commence on July 17, 1997.
- NINTH: The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida Law.

Jose A. Santos, Jr.
Florida Bar Number 438870
Miami Center, Suite 3000
200 South Biscayne Boulevard
Miami, Florida 33131

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(305) 373-9400

EMPIRE CORPORATE KIT

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IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 17th day of July, 1997.



Jose A. Santos, Jr., Incorporator

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TOTAL P.04

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ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.

By: Martha Freeman
Martha Freeman, Assistant Secretary

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