

P.970000-75143



ACCOUNT NO. : 072100000032

REFERENCE : 508911 7110815

AUTHORIZATION :

Patricia Pyatt

COST LIMIT : \$ 122.50

ORDER DATE : August 26, 1997

ORDER TIME : 10:02 AM

ORDER NO. : 508911-005

CUSTOMER NO: 7110815

000002277558--1

CUSTOMER: Mr. Robert A. Adams
ADAMS GALLINAR IGLESIAS &
PALENZUELA, P.A.
Suite 2150
701 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: BREWERY DISTRIBUTORS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: _____

FILED
97 AUG 26 AM 11:58
STATE
TALLAHASSEE, FLORIDA

W97-19746

02558

SN AUG 26 1997

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 26, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: BREWERY DISTRIBUTORS, INC.
Ref. Number: W97000019746

RESUBMIT
Please give original
submission date as file date.

We have received your document for BREWERY DISTRIBUTORS, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 487-6059 for information) or designate another entity that is active according to our records.

Please return the original and one copy of 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 (850) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 397A00042944

07 AUG 29 PM 9:07
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
BREWERY DISTRIBUTORS, INC.**

FILED
97 AUG 26 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is **BREWERY DISTRIBUTORS, INC.**, and its address is 1635 S.W. 107th Avenue, Miami, Florida 33165.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSES

The general purposes for which the corporation is organized are:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 7,500. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 701 Brickell Avenue, Suite 2150, Miami, Florida 33131. and the name of its initial registered agent at such address is: Adams, Gallinar & Iglesias, P.A.

ARTICLE VI

DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one (1). The number of directors constituting the initial board of directors is three (3). The names and addresses of the persons who are to serve as members of the initial board of directors are:

Rene Espinosa	1635 S.W. 107th Avenue Miami, Florida 33165
Humberto Perez	1635 S.W. 107th Avenue Miami, Florida 33165
Doug Queen	1635 S.W. 107th Avenue Miami, Florida 33165

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:

Robert R. Adams, Esq.
701 Brickell Avenue, Suite 2150
Miami, Florida 33131

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned, on the 25th day of August, 1997.



Incorporator
ROBERT R. ADAMS

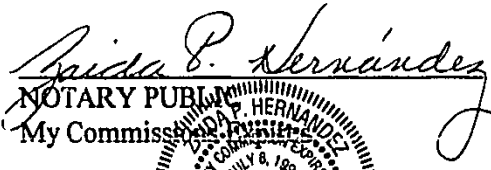
STATE OF FLORIDA)


)ss:

COUNTY OF DADE)

BEFORE ME, personally appeared Robert R. Adams, to me well known to be the person described in and who subscribed the above Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 25th day of August, 1997.



NOTARY PUBLIC
My Commission Expires


ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Adams, Gallinar & Iglesias, P.A.

By: 

Name: ROBERT R. ADAMS

Title: PRESIDENT

RRA0266.WPD

FILED
97 AUG 26 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA