

JOMARE ACCOUNTING SERVICES, INC.

2303 North U.S. #1, Suite 16
Fort Pierce, FL 34946

P98000010212

January 28, 1998

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

FILED STATE
SECRETARY OF CORPORATIONS
98 JAN 30 PM 1:09

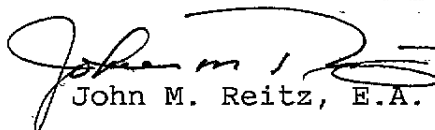
Re: Treasure Island Discount Liquors, Inc

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with the client's check for \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Yours truly,


John M. Reitz, E.A.

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Treasure Island Discount Liquors, Inc

3311 SE 28th Street
Okeechobee FL 34974
941-763-2955

D. BROWN FEB - 2 1998

Fort Pierce Phone (561) 489-6322 • Fax (561) 489-6329
Okeechobee Phone (941) 763-6555 • Toll Free (888) 725-5001

ARTICLES OF INCORPORATION

TREASURE ISLAND DISCOUNT LIQUORS, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

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ARTICLE I - CORPORATE NAME

The name of the corporation is:

TREASURE ISLAND DISCOUNT LIQUORS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	3311 SE 28th Street		
CITY	Okeechobee	FLORIDA Fla	ZIP 34974
Mailing address, if different			
STREET ADDRESS	Same		
CITY	FLORIDA	ZIP	

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Louis C Ferrero		
ADDRESS	3311 SE 28th Street		
CITY	Okeechobee	FLORIDA Fla	ZIP 34974

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Louis C Ferrero		
ADDRESS	3311 SE 28th Street		
CITY	Okeechobee	STATE Fla	ZIP 34974
NAME	Bonita L Ferrero		
ADDRESS	3311 SE 28th Street		
CITY	Okeechobee	STATE Fla	ZIP 34974
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Louis C Ferrero		
ADDRESS	3311 SE 28th Street		
CITY	Okeechobee	STATE Fla	ZIP 34974
NAME	Bonita L Ferrero		
ADDRESS	3311 SE 28th Street		
CITY	Okeechobee	STATE Fla	ZIP 34974
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 27th day of January, 1998.

Louis C Ferrero (Signature)

Bonita L Ferrero (Signature)

____ (Signature)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

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TREASURE ISLAND DISTRICT LIQUORS, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 3311 SE 28th Street
Okeechobee, Fl 34974

has named Louis C Ferrero

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

X Louis C Ferrero
(Signature)

1/27/98
(Date)