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Articles

1.)

(CORPORATE NAME & DOCUMENT #)

The Cabernet Groups, Inc.

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SPECIAL INSTRUCTIONS

4/10

FILED
98 APR 10 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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EFFECTIVE DATE
4-9-98

FILED
98 APR -9 AM 10:05
RECEIVED
98 APR 10 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE CABERNET GROUP, INC.

FILED
98 APR 10 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is THE CABERNET GROUP, INC..

EFFECTIVE DATE
4-9-98

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these articles of incorporation.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI - PRINCIPAL OFFICE

The street address of this corporation's principal office and its mailing address is 1203 Ariola Drive, Pensacola Beach, FL 32561.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 4300 Bayou Blvd., Suites 12 & 13, Pensacola, Florida 32503, and the name of this corporation's initial registered agent is Stephen R. Moorhead.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The sole director constituting the initial board of directors is Jane Cooper, whose address is: 1203 Ariola Drive, Pensacola Beach, FL 32561.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is Stephen R. Moorhead, 4300 Bayou Blvd., Suites 12 & 13, Pensacola, Florida 32503.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 9th day of April 1998.



STEPHEN R. MOORHEAD

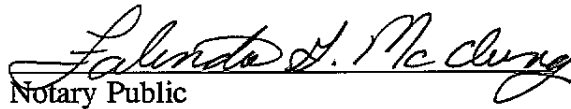
STATE OF FLORIDA

COUNTY OF ESCAMBIA

Before me the undersigned authority in and for the said State and County personally appeared Stephen R. Moorhead to me well known to be the person described in and who freely

and voluntarily subscribed the foregoing articles of incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 9th day of April 1998.


Notary Public

My commission expires:



Falinda G. McClung
My Commission CC562414
Expires Feb. 14, 2000

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Stephen R. Moorhead, hereby accept the appointment as registered agent for THE CABERNET GROUP, INC. as set forth in its articles of incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 9th day of April 1998.


STEPHEN R. MOORHEAD

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