



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 890161 81635A

AUTHORIZATION :

Patricia Pizzit

COST LIMIT : \$ 122.50

ORDER DATE : July 14, 1998

ORDER TIME : 10:04 AM

ORDER NO. : 890161-005

CUSTOMER NO: 81635A

CUSTOMER: Mr. James R. Kennedy, Jr.
JAMES R. KENNEDY, JR.

856 Second Avenue, North

St. Petersburg, FL 33701

300002588329--0

DOMESTIC FILING

NAME: GEORGEANN3 LIQUORS, 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: Cassandra Bryant

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 14 PM 12:15

RECEIVED
98 JUL 14 AM 10:45
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

GEORGEANN3 LIQUORS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 14 PM 12:15

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

GEORGEANN3 LIQUORS, INC.

The address of the principal office of this corporation shall be 5615 Park Street North, Florida 33709 and the mailing address of the corporation shall be 5615 Park Street North, Florida 33709.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having \$1.00 par value per share.

ARTICLE IV

The street address of the initial registered office of the corporation shall be 856 2nd

Avenue North, St. Petersburg, Florida 33701, and the name of the initial registered agent of the corporation at the address is James R. Kennedy, Jr.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial director of this corporation is:

Michael Brewer
5615 Park Street North
St. Petersburg, Florida 33709

ARTICLE VII

The name and street address of the incorporator to these Articles of Incorporation:

Michael Brewer
5615 Park Street North
St. Petersburg, Florida 33709

ARTICLE VIII

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed

are:

Michael Brewer
President
Secretary
Treasurer

5615 Park Street North
St. Petersburg, Florida 33709

ARTICLE IX

Section 1. The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purpose as they may deem necessary from time to time.

Section 2. Upon proper notice, the By-Laws may be amended, altered or rescinded by majority vote of those members or the Board of Directors present at any regular meeting or any special meeting called for that purpose or by written consent pursuant to the applicable provisions of Chapter 607, Florida Statutes.

ARTICLE X

Shares of capital stock of this corporation shall be issued initially to the following person and in the amounts set opposite his name:

Michael Brewer and Sheila Brewer, as Joint Tenants with rights of survivorship	100 shares
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Shares shall be held by the initial shareholders listed above and may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among

all of the shareholders of this corporation.

ARTICLE XI

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided in the By-laws or by written consent pursuant to the applicable provisions of Chapter 607, Florida Statutes.

That this domestic corporation intends to issue section 1244 stock and intends to comply with all applicable rules and regulations relating to small business corporations as set forth in the Internal Revenue Code section 1244.

ARTICLE XII

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIII

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.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 13 day of July, 1998.



MICHAEL BREWER -
Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 13 day of July, 1998,

by MICHAEL BREWER who is personally known to me or who has produced Florida
Driver License B660-547-51-082 as identification and who did take an oath.

SWORN TO and subscribed before me, this 13 day of July, 1998.



NOTARY PUBLIC, State of Florida

Name: _____

My Commission Expires



Susan R. Murphy
MY COMMISSION # CC577738 EXPIRES
September 14, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTE, THE FOLLOWING
IS SUBMITTED:

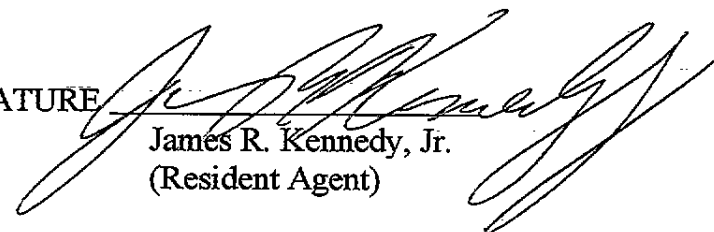
That GEORGEANN3 LIQUORS, INC., desiring to organize or qualify under the laws of
the State of Florida, within its principal place of business at the City of St. Petersburg,
Florida, has named James R. Kennedy, Jr., located at 856 2nd Avenue North. St. Petersburg,
Florida 33701, as its agent to accept service of process within Florida.

SIGNATURE 
Michael Brewer

TITLE: President

DATE: July 13, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE 
James R. Kennedy, Jr.
(Resident Agent)

DATE: July 13, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 14 PM 12:15