

CAPITAL CONNECTION, INC.

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Havana Club Rum, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier

DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF

HAVANA CLUB RUM, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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I, the undersigned, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I
Name and Mailing Address

The name of this corporation shall be:

HAVANA CLUB RUM, INC.

The address of the principal office and the mailing address of this corporation is:

701 North Franklin Street
Tampa, Florida 33602

ARTICLE II
Existence of Corporation

This corporation shall exist perpetually, commencing as of the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III
Purposes

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV
Powers

The corporation shall have all such powers as may be necessary or desirable to carry out the business of the Corporation, including, but not limited to all those powers enumerated by §607.0302, Florida Statutes (1995), as may be amended from time-to-time.

ARTICLE V
Capital Stock

(a) The corporation shall have a single class of common stock, all having the same rights and privileges.

(b) The total number of shares of stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the Corporation or promised to be performed as evidenced by a written contract, valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(d) There shall be no preemptive rights granted to the holders of any stock in the corporation.

ARTICLE VI
Registered Office and Registered Agent

The street address of the corporation's initial registered office is:

1505 North Florida Avenue
Tampa, Florida 33602

and the name of the corporation's initial registered agent at such address is:

Larry E. Solomon

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes (1995), as may be amended from time-to-time.

ARTICLE VII
Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1), and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
Anthony F. Gonzalez	701 North Franklin Street Tampa, Florida 33602

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.

ARTICLE VIII
Incorporators

The name and address of each incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Larry E. Solomon	1505 North Florida Avenue Tampa, Florida 33602

ARTICLE IX
Indemnification

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes (1995), as amended from time-to-time.

ARTICLE X
Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.



LARRY E. SOLOMON
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 607.0505, Florida Statutes (1995).

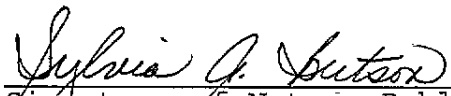
DATED this 3rd day of August, 1998.


LARRY E. SOLOMON
Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 3rd day of August, 1998, personally appeared LARRY E. SOLOMON (✓) who is personally known to me or () who has produced _____ as identification, who signed the foregoing Articles of Incorporation and Acceptance of Registered Agent, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.


Signature of Notary Public
SYLVIA A. BUTSON
Print/Type Name of Notary Public
NOTARY PUBLIC, STATE OF FLORIDA

