

SENT BY:CFWESC-FAXROOM

; 8-13-98 ;11:25AM ;CARLTON,FIELDS-TAMPA~ Department of State:# 3/ 6

8/13/98

P98000070746

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

10:39 AM

((H98000015045 1))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUT
CONTACT: ANNE ELLIS
PHONE: (813) 223-7000

ACCT#: 076077000355

FAX #: (813) 229-4133

NAME: SPECIALTY VOLUME BEVERAGES, INC.

AUDIT NUMBER.....H98000015045

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Menu: <Ctrl R-Shift>

57600 7E1

ANSI

Online

FILED

98 AUG 13 PM 12:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rmc
8/13/98

H98000015045 1

**ARTICLES OF INCORPORATION
OF
SPECIALTY VOLUME BEVERAGES, INC.**

FILED
98 AUG 13 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I
Name

The name of the corporation is Specialty Volume Beverages, Inc.

ARTICLE II
Initial Principal Office and Mailing Address

The Corporation's initial principal office and mailing address is 2109 Bayshore Boulevard, Suite 107, Tampa, Florida 33609.

ARTICLE III
Shares

The corporation shall have authority to issue 10,000 common shares with a par value of \$.01 per share.

ARTICLE IV
Initial Registered Agent and Office

The street address of its initial registered office is One Harbour Place, 777 S. Harbour Island Boulevard, 5th Floor, Tampa, Florida 33602-5799, and the name of its initial registered agent at that address is Carlton, Fields, Ward, Emmanuel, Smith & Culter, P.A., Attention: Paul C. Davis.

ARTICLE V
Incorporator

The name and address of the incorporator is:

Name

Paul Davis

Address

One Harbour Place
777 S. Harbour Island Blvd.
Tampa, Florida 33602-5799

H98000015045 1
Paul C. Davis, Esq.
Carlton Fields
P.O. Box 3239, Tampa, FL 33601
Ph: 813-223-7000/Fax: 813-229-4133
Fla. Bar No.: 283691

H98000015045 1

ARTICLE VI**Initial Director**

The corporation initially shall have one director, whose name and address is:

Name**Address**

Gordon Davis

1401 DeSoto Avenue
Tampa, Florida 33606**ARTICLE VII****Indemnification**

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Amended and Restated Articles of Incorporation of which this Article VI is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

ARTICLE VIII**Effective Date**

Corporate existence shall begin upon the execution of these articles of incorporation.

Dated this 13th day of August, 1998.



Paul Davis, Incorporator

H98000015045 1

H98000015045 1

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 13th day of August, 1998.

REGISTERED AGENT:

CARLTON, FIELDS, WARD,
EMMANUEL, SMITH & CUTLER, P.A.

By: 

Paul C. Davis, Authorized Agent

FILED

98 AUG 13 PM 12:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000015045 1

TPA#625331.01