

098000074208



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 939187 169624B

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 70.00

ORDER DATE : August 25, 1998

ORDER TIME : 10:51 AM

ORDER NO. : 939187-005

CUSTOMER NO: 169624B

CUSTOMER: Mr. Solomon B. Zoberman
BUCKINGHAM DOOLITTLE &
BURROUGHS
Suite 104a
4800 North Federal Highway
Boca Raton, FL 33431

100002624561--2

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 25 PM 12:57

DOMESTIC FILING

NAME: MVM BEVERAGES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
[Signature]

**ARTICLES OF INCORPORATION
OF**

MVM Beverages, Inc.

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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 MVM Beverages, Inc.

**ARTICLE II
Duration**

The period of existence of the corporation is perpetual.

**ARTICLE III
Principal Office/Mailing Office**

The street address of the initial principal office and mailing address of the corporation is:
1536 B South Federal Highway, Delray Beach, Florida 33483.

**ARTICLE IV
Shares**

The number of shares the corporation is authorized to issue is 10,000 shares of Common Stock, having a par value of \$1.00 per share.

**ARTICLE V
Initial Registered Office and Agent**

The name and street address of the registered agent and office of this corporation is:

Annette Meredith
1536 B South Federal Highway
Delray Beach, Florida 33483

ARTICLE VI
Incorporators

The name and address of each Incorporator is:

<u>Name</u>	<u>Address</u>
Annette Meredith	1435 Lands End Road Manalapan, Florida 33462

ARTICLE VII
Names and Addresses of Initial Directors

<u>Name</u>	<u>Address</u>
Annette Meredith	1435 Lands End Road Manalapan, Florida 33462

The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided, the corporation's Articles of Incorporation or the corporation's Bylaws, but shall never be less than one.

ARTICLE VII
Preemptive Rights

In its discretion, and from time to time, the Board of Directors may determine that the shareholders have preemptive rights in shares issued by the Board, at a price determined by the Board. Should the Board offer preemptive rights in any portion of the shares of the corporation, whenever authorized, or any obligation convertible into shares of the corporation, the offer shall not constitute a waiver or release of the right of the Board to subsequently dispose of other portions of the shares or obligations without offering them to the shareholders.

ARTICLE VIII
Purposes

The corporation is organized for the following purposes:

1. To engage in any and all lawful businesses or ventures involved in, or relating to design, development, acquisition, maintenance, management, or promotion of retail outlets for the sale of beer, wine and/or spirituous beverages;

2. To own and/or lease and operate associated facilities, equipment and real estate, enter into contracts and carry on any activity or activities necessary or incidental to the accomplishment or furtherance of the purposes herein set forth;

3. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incident thereto which is not forbidden by the laws of the State of Florida, or by the provisions of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Article of Incorporation this 24th day of August, 1998.

Annette Meredith
Annette Meredith
Incorporator

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the 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 my position as registered agent.

Date: August 24, 1998 Annette Meredith
Registered Agent

«BOCA:2000_142808-0001»

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