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ARTICLES OF INCORPORATION

OF

RTD BEVERAGE COMPANY

I, the undersigned incorporator, hereby make, acknowledge and file these. Articles of Incorporation for the purpose of forming a corporation under the laws article. State of Florida.

ARTICLE I

<u>NAME</u>

The name of this corporation shall be:

RTD BEVERAGE COMPANY

Its principal place of business and/or mailing address shall be:

1201 Placetas Avenue Coral Gables, Florida 33146

ARTICLE II NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 100 shares of Common Stock having a par value of \$0.01 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV TERMS OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1201 Placetas Avenue Coral Gables, Florida 33146

The name of the initial registered agent of this Corporation at that address shall be:

Andres Gaviria

ARTICLE VI BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

ARTICLE VII

<u>DIRECTORS - NAMES AND STREET ADDRESSES</u>

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

Andres Gaviria 1201 Placetas Avene Coral Gables, Florida 33146

ARTICLE VIII INCORPORATOR

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The name and street address of the incorporator signing these Articles of			
Incorporation is as follows:			
Andres Gaviria			
1201 Placetas Avenue			
Coral Gables, Florida 33146			
IN WITNESS WHEREOF, the Undersigned incorporator has made and			
subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes			
aforesaid, this day of/September 8,11998			
and of options of the			
Andres Opviria, Incorporator			
STATE OF FLORIDA)			
COUNTY OF DADE) '			
THE FOREGOING instrument was acknowledged before me this day			
of September, 1998, by Andres Gaviria, who is personally known to me or who has			
produced the following as identification: and who did/did			
not take an oath			
(A) I MITTE			
JA MILES			
Notary Public, State of Florida My Comm Exp. 12/18/99 Bonded By Service Ins			
Joseph A. MICEI No. CC519249			
Name of Notary, Typed/Printed			
Commission Number My Commission Expires:			

DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes RTD BEVERAGE COMPANY. having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at 1201 Placetas Avenue, Coral Gables, Florida 33146, located thereat as its registered agent to accept service of process within this state.

Andres Gaviria Incorporator B SEP 10 PM 3: SECRETARY OF SU

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

Andres Gawira Registered Agent

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