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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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04 NOV 17 PM 12:31
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AJR
11/17/04



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 976530 80690A
AUTHORIZATION : *Patricia Pignato*
COST LIMIT : \$ 52.50

ORDER DATE : November 17, 2004

ORDER TIME : 10:33 AM

ORDER NO. : 976530-005

CUSTOMER NO: 80690A

CUSTOMER: Robert G. Breier, Esq
Breier And Seif, P.a.
Suite 1125
2800 Ponce De Leon Boulevard
Coral Gables, FL 33134

Please file 1st

DOMESTIC AMENDMENT FILING

NAME: SHAW-ROSS INTERNATIONAL
IMPORTERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX - CERTIFIED COPY (QUANTITY OF TWO)

CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER'S INITIALS: _____

FIRST AMENDMENT TO THE ARTICLES OF INCORPORATION

FILED
04 NOV 17 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the sole Stockholder of SHAW-ROSS INTERNATIONAL IMPORTERS, INC., a Florida corporation, does hereby manifest its intention that ARTICLE I of the Articles of Incorporation of SHAW-ROSS INTERNATIONAL IMPORTERS, INC., filed in the office of the Secretary of State of Florida on November 5, 1998, be amended so that ARTICLE I of the Articles of Incorporation shall now read and provide as follows:

ARTICLE I - NAME

The name of this corporation is:

SOUTHERN WINE & SPIRITS OF NEW YORK, INC.

This First Amendment was adopted by the Stockholder on November 16, 2004.

IN WITNESS WHEREOF, the Stockholder has caused this First Amendment to be executed this 16th day of November, 2004.

SOUTHERN WINE & SPIRITS OF AMERICA, INC.,
Stockholder

By: _____

Lee F. Hager, Secretary

I, Lee F. Hager, hereby certify that Southern Wine & Spirits of America, Inc., is the sole Stockholder of SHAW-ROSS INTERNATIONAL IMPORTERS, INC. and this proposed amendment was approved by the Stockholder of SHAW-ROSS INTERNATIONAL IMPORTERS, INC., at a meeting held November 16, 2004.

Lee F. Hager, Secretary of SHAW-ROSS
INTERNATIONAL IMPORTERS, INC.