

Division of Corporations

Page 1 of 1

P99000043442

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

## Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000011350 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002504  
Phone : (305) 789-3200  
Fax Number : (305) 789-3395

## FLORIDA PROFIT CORPORATION OR P.A.

Bitter End Brewery in the Grove, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

FILED  
99 MAY 12 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

B. McKnight MAY 13 1999

H99000011350 8

**ARTICLES OF INCORPORATION  
OF  
BITTER END BREWERY IN THE GROVE, INC.**

**ARTICLE I - NAME AND ADDRESS**

The name of this corporation is **BITTER END BREWERY IN THE GROVE, INC.** (the "Corporation"). The address of the principal office and the mailing address of the Corporation is 3797 El Prado, Coconut Grove, Florida 33133.

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share.

Filed by:  
Chad K. Lang, Esq.  
Florida Bar No. 0156922  
Stearns Weaver Miller Weissler  
Alhadeff & Sitterson, P.A.  
150 West Flagler Street, Suite 2200  
Miami, Florida 33130  
Telephone: 305-789-3200  
Facsimile: 305-789-3395

H99000011350 8

SECRETARY OF STATE  
ALLAHASSEE FLORIDA

99 MAY 12 AM 8:59

FILED

H99000011350 8

Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

#### ARTICLE IV - INITIAL REGISTERED

##### OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

NameAddress

Marcos Mendiola

3797 El Prado  
Coconut Grove, Florida 33133

#### ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

#### ARTICLE VI - INITIAL

##### BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of two persons. The number of directors may be either increased or decreased from time to time as provided for in

H99000011350 8

H99000011350 8

the Bylaws of the Corporation, but shall never be less than one. The name and address of the members of the initial Board of Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Marcos Mendiola	3797 El Prado Coconut Grove, Florida 33133
Vincent Lago	3797 El Prado Coconut Grove, Florida 33133

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

<u>Name</u>	<u>Address</u>
Marcos Mendiola	3797 El Prado Coconut Grove, Florida 33133

#### ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

#### ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

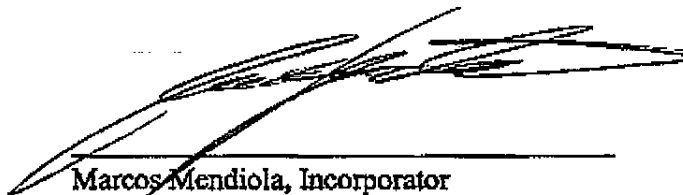
H99000011350 8

H99000011350 8

ARTICLE X - AMENDMENT

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12 day of May, 1999.



Marcos Mendiola, Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.



Marcos Mediola, Registered Agent

EW-CD35582000\ARTICLES

H99000011350 8

FILED  
99 MAY 12 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA