

TODD F. WALKER  
ATTORNEY AT LAW  
442 W. KENNEDY BLVD., SUITE 200  
TAMPA, FLORIDA 33606  
TEL (813) 249-7891  
FAX (813) 254-7382

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10/5/99

Secretary of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32399

400003007694--3  
-10/06/99--01081--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation  
Perfect International Spirits Corporation

Dear Secretary:

I enclose herewith an original and a copy of Articles of Incorporation for the above referenced corporation. In addition, a check in the sum of \$70.00 is enclosed which represents the following fees:

Filing fee	\$35.00
Registered Agent fee	35.00
	<u>\$70.00</u>

Please file the Articles of Incorporation and return a copy to this office.

Very truly yours,



Todd F. Walker

FILED  
99 OCT -6 AM 8:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
10-11-99  
4

**ARTICLES OF INCORPORATION**  
**OF**  
**PERFECT INTERNATIONAL SPIRITS CORPORATION**

**FILED**  
99 OCT -6 AM 8:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby organize a corporation for profit under the provisions of the Florida General Corporation Act, and pursuant to the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of this corporation is:

Perfect International Spirits Corporation

**ARTICLE II**

**Duration**

This corporation shall have perpetual existence, commencing upon filing.

**ARTICLE III**

**Purpose**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

**Capital Stock**

This corporation is authorized to issue Two Million (2,000,000) shares of common stock with zero par value.

## ARTICLE V

### Preferences, Privileges, Restrictions and Rights

Each share of common stock confers the same rights and privileges as conferred by all other shares of common stock.

## ARTICLE VI

### Preemptive Rights

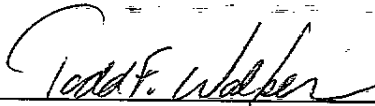
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price it is offered to others.

## ARTICLE VII

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 442 W. Kennedy Blvd., Suite 200, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at that address is: Todd F. Walker.

I hereby am familiar with and accept the duties and responsibilities as registered agent for Perfect International Spirits Corporation.

  
Todd F. Walker

## ARTICLE VIII

### Principal Office and Mailing Address

The street address of the principal office and mailing address of the corporation is:

Perfect International Spirits Corporation  
442 W. Kennedy Blvd.  
Suite 200  
Tampa, Florida 33606

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 OCT -6 AM 8:58

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## ARTICLE IX

### Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

#### NAME

Todd F. Walker

#### ADDRESS

120 S. Hale St.  
Tampa, Florida 33609

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CLERK  
TALLAHASSEE FLORIDA

## ARTICLE X

### Indemnification

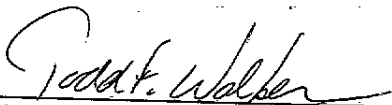
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE XI

### Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

The undersigned subscriber hereby executes these Articles of Incorporation, this 5th. day of October, 1999.



Todd F. Walker, Incorporator