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**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State Matthew A. Brown  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**ARTICLES OF INCORPORATION**  
(To Be Filed In Duplicate Original)

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The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is American-Colombian Liquors Inc.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The period of its duration is (if perpetual, so state) PERPETUAL

3. The specific purpose or purposes for which the corporation is organized are:

Retail Sales of Liquor, beer and wines and any other legal  
business governed by the laws of the State of Rhode Island

4. The aggregate number of shares which the corporation shall have authority to issue is:

(a) If only one class: Total number of shares 1000 (If the authorized shares are to consist of one class only the par value of such shares or a statement that all of such shares are to be without par value.):

No Par

(b) If more than one class: Total number of shares or (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.):

5. Provisions, if any, dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

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6. Provisions, if any, for the regulation of the internal affairs of the corporation:

7. The address of the initial registered office of the corporation is 1390 Mendon Road  
(Street Address, not P.O. Box)  
Cumberland, RI 02864 and the name of its initial registered agent  
(City/Town) (Zip Code)  
at such address is Norman E. Lecours  
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is 2 and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are: (If this is a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

Title	Name	Address
Pres/Trea.	<u>Maria Esquiaqui</u>	<u>667 Geo. Washinton Hwy. Lincoln RI</u>
V-pres	<u>Elizabeth Esquiaqui</u>	<u>55 Milton St. No. Smithfield, RI</u>

9. The name and address of each incorporator is:

Name	Address
<u>Maria Esquiaqui</u>	<u>667 Geo. Washinton Hwy., Lincoln, RI 02865</u>
<u>elizabeth Esquiaqui</u>	<u>55 Milton St. No. Smithfield, RI 02896</u>

10. Date when corporate existence is to begin December 01, 2003  
(not prior to, nor more than 30 days after, the filing of these articles of incorporation)

Date: Nov., 28, 2003

Maria Esquiaqui  
Elizabeth Esquiaqui

Signature of each Incorporator

STATE OF Rhode Island  
COUNTY OF Providence

In Central Falls, on this 26th day of November, 2003, personally appeared before me Maria & Elizabeth Esquiaqui, each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

Norman E. Lecours

Notary Public

My Commission Expires: 7/18/2005

AMERICAN-COLOMBIAN ASSOCIATES INC.

738 Broad Street

Central Falls, R.I. 02863

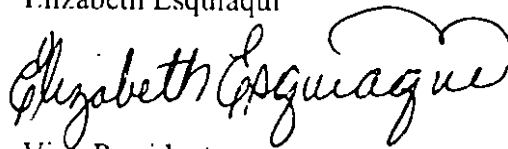
November 28, 2003

Attn: R.I. Secretary of State

I, Elizabeth Esquiaqui, Vice President of American-Colombian Associates Inc.  
will allow the name of American-Colombian Liquors Inc. to be used by the R.I.  
Secretary of State for incorporating the referenced name.

Thank you

Elizabeth Esquiaqui

A handwritten signature in black ink, appearing to read "Elizabeth Esquiaqui", with a large, stylized flourish at the end.

Vice-President

American-Colombian Associates Inc.

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