



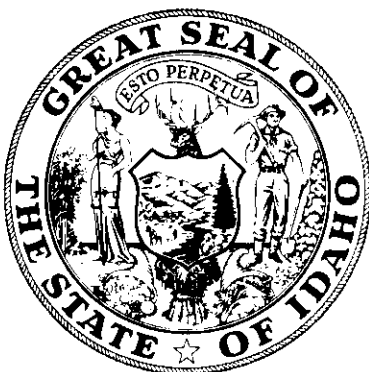
CERTIFICATE OF AUTHORITY
OF

BUY LIQUOR RITE CORP.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **BUY LIQUOR RITE CORP.** for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **BUY LIQUOR RITE CORP.** to transact business in this State under the name **BUY LIQUOR RITE CORP.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **July 18, 1985**



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is BUY LIQUOR RITE CORP.

2. The name which it shall use in Idaho is BUY LIQUOR RITE CORP.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is February 1, 1985 and the period of its duration is perpetual.

5. The address of its principal office in the state or country under the laws of which it is incorporated is 4305 Lancaster Pike, Wilmington, Delaware 19805

6. The address to which correspondence should be addressed, if different from that in item 5.

4305 Lancaster Pike, Wilmington, Delaware 19805

7. The street address of its proposed registered office in Idaho is First Interstate Bank Building, Suite 1010, P.O. Box 1559, Boise, ID 83701, and the name of its proposed registered agent in Idaho at that address is Carl P. Burke, Esquire

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: To advertise and promote alcoholic and other beverages.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Walter S. Lowry,</u>	<u>Director,</u>	<u>919 3rd Avenue, New York NY 10022</u>
<u>Catherine Davis,</u>	<u>Director,</u>	<u>One Rodney Square, Wilmington, DE 19801</u>
<u>Edward J. Stein,</u>	<u>Director,</u>	<u>919 3rd Avenue, New York, NY 10022</u>
<u>Walter S. Low ry,</u>	<u>President,</u>	<u>919 3rd Avenue, New York, NY 10022</u>
<u>Catherine Davis,</u>	<u>Secretary/Treasurer,</u>	<u>One Rodney Square, Wilmington, DE 19801</u>

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by class, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
1000	common	.01

11. The aggregate number of its issued shares, itemized by class, par value of shares, and shares without par value is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
100	common	.01

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 5/13/83

BUY LIQUOR RITE CORP.

(Corporation Name)

By

Walter J. Lowry
Its President/ ~~Vice President~~ (please specify)

and

Cathleen M. McHugh
Its Secretary/ ~~Assistant Secretary~~ (please specify)

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss:

I, KATHLEEN M. McHUGH, a notary public, do hereby certify that on this 13th day of May, 1983, personally appeared before me Walter Lowry, who being by me first duly sworn, declared that he is the President of BUY LIQUOR RITE CORP.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Kathleen M. McHugh

Notary Public

KATHLEEN M. McHUGH
NOTARY PUBLIC, STATE OF NEW YORK
NO. 31-488558
QUALIFIED IN NEW YORK COUNTY
COMMISSION EXPIRES MARCH 30, 1986

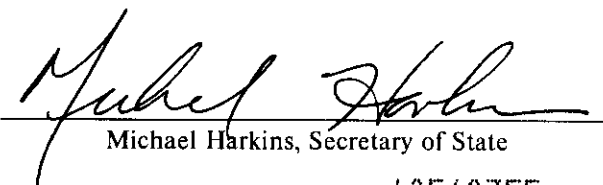
State of Delaware



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF
DELAWARE DO HEREBY CERTIFY BUY LIQUOR RITE CORP. IS DULY
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN
GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE
RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

| | | | | | | | |


Michael Harkins, Secretary of State

AUTHENTICATION:

10560355

715196003

DATE:

07/15/1985