STATE OF OHIO, COUNTY OF MONTGOMERY, ss.

Personally appeared before me, the undersigned, a Notary Public, in and for said county, this 3rd day of July, 1950, the above named Malcolm Frank Marylou Buchanan and Charles W. Slicer, who each severally acknowledged the signing of the foregoing articles of incorporation to be his free act and deed, for the uses and purposes therein mentioned.

WITNESS my hand and official seal on the day and year last aforesaid.

(SEAL)

Hazel Shank
Notary Public.

HAZEL SHANK, Notary Public
in and for Montgomery County, Ohio
My Commission Expires Sept. 25, 1951

SEC. 8623-3. A corporation for profit may be formed hereunder for any purpose or purposes, other than for carrying on the practice of any profession, for which natural persons lawfully may associate themselves, provided that where the General Code makes special provision for the filing of articles of incorporation of designated classes of corporations, such corporations shall be formed under such provisions and not hereunder. Corporations for the erection, owning and conducting of sanitariums for receiving and caring for patients, their medical and hygienic treatment and instruction of nurses in the treatment of disease and of hygiene shall not be deemed to be forbidden hereby.

SEC. 8623-4. Any number of natural persons, not less than three, a majority of whom are citizens of the United States, may *** *form* a corporation *for profit* by subscribing, acknowledging and filing in the office of the secretary of state articles of incorporation, *** setting forth:

1. The name of the corporation, which *** shall end with or include "Company", "Co", "Corporation", "Incorporated" or "Inc.", except as otherwise *** *required* by law.
2. The place in this state where the principal office of the corporation is to be located.
3. The purpose or purposes for which it is formed.
4. The maximum number and the par value *per share* of shares with par value, and the maximum number of shares without par value, which the corporation is authorized to have outstanding; and, if the shares are to be classified—
   (a) the designation of each class *and* the number and *par value* per share, if any, of the shares of each class *** ; and
   (b) the express terms and provisions of the shares of each class.

   *** *The express terms and provisions may include statements specifying the dividend rights (which may be cumulative or non-cumulative, at a specified rate, amount or proportion, with or without further participation rights, and may be in preference or junior to or on a parity in whole or in part with dividend rights of shares of any other class or classes), liquidation rights and preferences, liquidation price, redemption rights (which may be at the option of the shareholder or of the corporation or at a specified time or in a specified event), redemption price, sinking fund requirements (which may require the corporation to set aside or provide a sinking fund out of earnings or otherwise for the purchase or redemption of such shares or for dividends thereon), voting rights (which may be full or limited or denied except as otherwise required by this act), preemptive rights, conversion rights (whereby shares may be convertible into shares of any other class or classes, provided that shares with par value shall not be made convertible into shares of greater aggregate par value unless provision is made for payment of the difference by a transfer from surplus to stated capital or otherwise), restrictions on issuance of shares, right of alteration of express terms and provisions, the division of any class into series, the designation and number of shares of each series, and any other relative, participating, optional or other special rights and privileges of, and qualifications, limitations or restrictions on, the rights of holders of shares of any class or series.*

   The express terms and provisions of shares of different series of any particular class shall be identical except that there may be variations in respect of any or all of the following: dividend rate, dates of payment of dividends and dates from which they are cumulative, redemption rights and price, liquidation price, sinking fund requirements, conversion rights, and restrictions on issuance of shares of the same series or of any other class or series.

   By the express terms and provisions of the shares of any class, the board of directors may be authorized, subject to such limitations as may be stated therein, to adopt amendments to the articles, in respect of any unissued or treasury shares of any class, to fix or alter the division of such shares into series, the designation and number of shares of each series, the dividend rate, dates of payment of dividends and dates from which they are cumulative, redemption rights and price, liquidation price, sinking fund requirements, conversion rights, and restrictions on issuance of shares of the same series or of any other class or series.

5. The amount of capital with which the corporation will begin business, which shall be not less than five hundred dollars.
6. If desired, the amount of consideration for which subscriptions to shares without par value may be received by the incorporators. ***
7. *If desired, the valuation of any considerations to be received for shares either with or without par value proposed to be presently issued.*
8. Any lawful provisions which may be desired for the purpose of defining, limiting and regulating the exercise of the authority of the corporation, or of the directors or of *all of* the shareholders. *** Any provision authorized to be made in the regulations of a corporation may, if desired, be made in its articles.
9. *Such additional provisions permitted by other sections of this act as may be desired.*

If the corporation is for a purpose which includes the construction of a steam or electric railroad in more than one county or state, the articles shall also set forth its termini and the counties in this state into or through which it or its branches will pass.

A written appointment of an agent upon whom process, tax notices and demands against such corporation may be served as hereinafter provided shall be filed with the articles.

New matter in Italics—118 Ohio Laws—Amended Senate Bill No. 47, effective July 24, 1939.

C213 √338

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Number 219015

Form A-1

Articles of Incorporation

—OF—

Filed in the office of the Secretary of State, at Columbus, Ohio, on the 5 day of July, 1950, and recorded in Volume 61 Page 27 of the Records of Incorporation.

Secretary of State.

REMARKS

Articles of incorporation must be subscribed by at least three persons, a majority of whom must be citizens of the United States. They may be acknowledged before any officer who is authorized to take acknowledgements of deeds.

FOR FEES, SEE C. C. Sec. 176.

As Amended in 114 Ohio Laws, page 803.

Secretary of State
Charles Elsey Bldg
Columbus

APPROVED FOR FILING

C213 339

CORPORATION FOR PROFIT

UNCLASSIFIED SHARES WITHOUT PAR VALUE

Articles of Incorporation

—OF—

DATE 7-5-50 125.00

ARROW WINE STORES, INC.

(Name of Corporation)

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, for profit, under the General Corporation Act of Ohio, do hereby certify:

FIRST. The name of said corporation shall be ARROW WINE STORES, INC.

SECOND. The place in Ohio where its principal office is to be located is

Dayton, Montgomery County.

(City, Village or Township)

THIRD. The purpose or purposes for which it is formed are:

To acquire, purchase, sell, at retail or wholesale, and otherwise deal in, commodities, such as, spirituous wines and liqueurs, beers, ales, and other alcoholic and non-alcoholic beverages, bar and picnic items, glassware and novelties, spices and condiments; and to acquire, by lease or purchase, any and all necessary real or personal property for the operation of said business; and to do any and all other acts and things necessary to carry into effect the objects of the business.

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FOURTH. The maximum number of shares which the corporation is authorized to have outstanding is One Thousand Five Hundred (1,500), all of which shall be without par value.

FIFTH. The amount of capital with which the corporation will begin business is Fifty Thousand and no/100---------- Dollars ($50,000.00).

IN WITNESS WHEREOF, We have hereunto subscribed our names, this 3rd day of July, 1950.

Malcolm Hunk

Marylou Buchanan

Charles W. Slicer

N. B. Articles will be returned unless accompanied by form designating statutory agent. See G. C. 8623-129.

ALL ARTICLES OF INCORPORATION FILED MUST BE ACCOMPANIED BY FOLLOWING DESIGNATION OF AGENT.

C 215 340

Original Appointment of Agent

(Section 8623-129, G. C. O.)

KNOW ALL MEN BY THESE PRESENTS, That Malcolm Frank (Name of agent)

of 39 South Ludlow St. (Street or Avenue), in Dayton (City or town),

Montgomery County, Ohio, a natural person and resident

of said county, being the county in which the principal office of

Arrow Wine Stores, Inc. (Name of corporation) is located, is hereby appointed as the person on

whom process, tax notices and demands against said Arrow Wine Stores, Inc. (Name of corporation)

may be served.

ARROW WINE STORES, INC. (Name of corporation)

Malcolm Frank

Marlow Buchanan

Charles W. Slicer (Incorporators)

Dayton, Ohio,

July 3rd, 1950.

ARROW WINE STORES, INC. (Name of corporation)

Dayton, Ohio

Gentlemen: I hereby accept the appointment as the representative of your company upon whom process, tax notices, or demands may be served.

Malcolm Frank (Agent)

State of Ohio,

County of Montgomery, ss:

Personally appeared before me, the undersigned, a Notary Public in and for said County, this 3rd day of July, 1950, the above named Malcolm Frank who acknowledged the signing of the foregoing to be his free act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal on the day and year last aforesaid.

Hazel Shank

Notary Public in and for

Montgomery County, Ohio.

HAZEL SHANK, Notary Public
In and for Montgomery County, Ohio
My Commission Expires Sept. 20, 1951