

**ARTICLES OF INCORPORATION
OF**

Wine and Spirit Palace

The undersigned Incorporator of **Wine and Spirit Palace**, a limited liability corporation, adopts the following Articles of Incorporation:

ARTICLE I
Name

The name of the LLC is **Wine and Spirit Palace**.

ARTICLE II
Duration

The period of the LLC's duration is from September 13, 2012 moving forward.

ARTICLE III
Purpose

The purpose for which the LLC is organized is to conduct any and all lawful business for which corporations can be organized pursuant to KRS statute, including but not limited to: Retail Package Liquor & other goods Store.

ARTICLE IV
Powers

The LLC has the power to engage in any lawful activity under the corporation code of the Commonwealth of Kentucky, including opening and operating a bank account.

ARTICLE V

Initial Registered Agent

5.01 The name of the initial registered agent is:

James D. Sparks


5.02 The street address of the registered agent is:

6516 Ashbrooke Drive, Pewee Valley, KY 40056

ARTICLE VI

Statement of Acceptance by Registered Agent

I, James D. Sparks, hereby acknowledge that the undersigned individual or corporation accepts the appointment as Initial Registered Agent of **Wine and Spirit Palace**, the corporation which is named in these Articles of Incorporation.



James D. Sparks
Registered Agent

ARTICLE VII

Principal Office and Mailing Address

7.01 The complete street address of the initial designated principal office is:

6516 Ashbrooke Drive, Pewee Valley, KY 40056

7.02 The complete mailing address is:

6516 Ashbrooke Drive, Pewee Valley, KY 40056

ARTICLE VIII

Authorized shares

8.01 The number of shares of stock the corporation has the authority to issue is: 100.

8.02 The class of stock issued shall be Common stock.

8.03 Each share shall have a par value of \$.001.

Article IX
Directors and Officers

The Corporations' initial Board of Directors and Officers shall be comprised of the following persons:

Name	Title	Address
<u>James D. Sparks,</u>	<u>member,</u>	<u>6516 Ashbrooke Drive, Pewee Valley, KY 40056</u>
<u>SangDon Kim,</u>	<u>member,</u>	<u>7212 Hunters Run Dr, Prospect, KY 40059</u>

ARTICLE IX
Bylaws

The incorporator shall adopt the initial bylaws of the corporation. The stockholders may amend the bylaws at anytime by the provisions therein.

ARTICLE X
Dissolution

Upon dissolution, assets shall be distributed by the members according to the applicable State statute. Further provisions regarding distribution upon dissolution shall be stated in the Corporation's bylaws.

ARTICLE XI
Indemnification

The corporation does indemnify any directors, officers, employees, incorporators, and shareholders of the corporation from any liability regarding the corporation and the business of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable state corporate statute.

ARTICLE XII
Incorporator

I, James D. Sparks, residing at 6516 Ashbrooke Drive, Pewee Valley, KY 40056, execute these Articles of Incorporation dated this 13th day of September, 2012.

A handwritten signature in cursive script, appearing to read "J.D. Sparks", is positioned above a horizontal line.

James D. Sparks
Incorporator