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TALLAHASSEE FLORIDA

N. Gulligan MAR 11 2008

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March 6, 2008

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Organization of Van Estrem Enterprises, LLC

Dear Sir or Madam:

Enclosed please find the Articles of Organization of Van Estrem Enterprises, LLC, along with our law firm's check in the amount of \$125.00 for the filing fee.

Please file the Articles of Organization, and forward a stamped copy to me in the self-addressed stamped envelope enclosed for your convenient.

If you should have any questions, just give me a call.

Thank you.

Very truly yours

ROBINS, KAPLAN, MILLER & CIRESI L.L.P.



Michael J. Volpe

MJV/amw
Enclosure
cc: Colin Estrem (*via email only*)

**ARTICLES OF ORGANIZATION
OF
VAN ESTREM ENTERPRISES, LLC**

THE UNDERSIGNED certify they intend to form a limited liability company under the laws of the State of Florida and hereby declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") shall be **VAN ESTREM ENTERPRISES, LLC**

**ARTICLE II
ADDRESS**

The mailing and street address of the Company's principal office is:

616 7th Avenue South
Naples, Florida 34102

**ARTICLE III
PURPOSES**

The general nature of the business or businesses to be transacted and which the Company is authorized to transact shall be as follows:

- A. To engage in any activity or business authorized under the Florida Statutes including, but not limited to, the investment, purchase, sale, ownership, operation and management of a cigar and wine business and all matters incidental and related thereto.
- B. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the state of Florida, and to do any and all things herein set forth to the same extend as a natural person might or could do.

**ARTICLE IV
DURATION**

The duration for the Company is perpetual.

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ARTICLE V
REGISTERED AGENT AND OFFICE

The name of the Company's initial registered agent in Florida is **MICHAEL J. VOLPE, Esquire** and the address of the Company's registered agent in Florida is c/o **ROBINS, KAPLAN, MILLER & CIRESI, L.L.P.** 711 Fifth Avenue South, Naples, Suite 201, Florida 34102.

ARTICLE VI
MANAGEMENT

The Company is to be managed by a member or members. The name and address of the initial Member who is to serve as Manager is **COLIN ESTREM**, whose address is 616 7th Avenue South, Naples, Florida 34102

ARTICLE VII
ADMISSION OF NEW MEMBERS

The existing members of the Company shall have the right to admit additional members to the Limited Liability Company, by the affirmative vote or consent of members holding two-thirds of the members' percentage interest, unless otherwise provided in the Company's Operating Agreement. The existing members shall determine the amount and nature of the contribution by new members at the time the new members are admitted.


ARTICLE VIII
CONTINUATION OF BUSINESS OPERATIONS

The remaining members of the Limited Liability Company, may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, by an affirmative vote or consent of members holding two-thirds of the member percentage interest (other than the member who caused the withdrawal event) unless otherwise provided in the Company's Operating Agreement.

ARTICLE IX
TRANSFERABILITY OF MEMBER'S INTEREST

A member's interest in the Company shall not be transferred unless the transfer is approved by the members in accordance with the Company's Regulations.

6 IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this day of March, 2008.

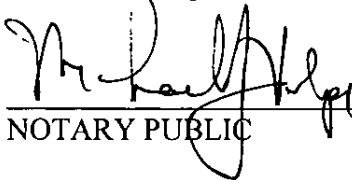

COLIN ESTREM


KATHLEEN VAN OSS-ESTREM

STATE OF FLORIDA
COUNTY OF COLLIER

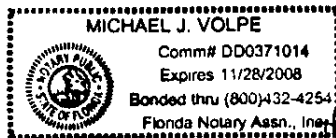
The foregoing instrument was acknowledged before me this 6 day of March, 2008, by **COLIN ESTREM** who (is personally known to me) (has produced a driver's license/picture identification) and did/did not take an oath.

My Commission Expires:


NOTARY PUBLIC (SEAL)

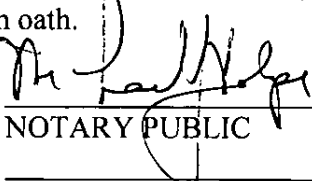
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STATE OF FLORIDA
COUNTY OF COLLIER

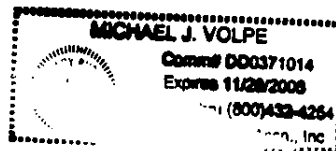


The foregoing instrument was acknowledged before me this 6 day of March, 2008, by **KATHLEEN VAN OSS-ESTREM** who (is personally known to me) (has produced a driver's license/picture identification) and did/did not take an oath.

My Commission Expires:


NOTARY PUBLIC (SEAL)

Typed or printed name



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

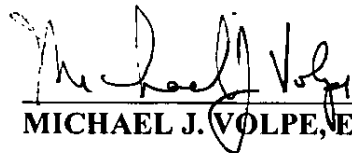
Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the Registered Agent/Registered Office in the State of Florida.

1. The name of the limited liability company is: **VAN ESTREM ENTERPRISES, LLC**
2. The name and address of the Registered Agent and office is:

MICHAEL J. VOLPE, ESQUIRE
ROBINS, KAPLAN, MILLER & CIRESI, L.L.P.
711 Fifth Avenue South, Suite 201
Naples, Florida 34103

Having been named as Registered Agent to accept service of process for the above stated limited liability company at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 6th day of March, 2008.



MICHAEL J. VOLPE, Esquire

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

This instrument prepared by:
MICHAEL J. VOLPE, ESQUIRE
ROBINS, KAPLAN, MILLER & CIRESI, L.L.P.
711 Fifth Avenue South, Suite 201
Naples, Florida 34102