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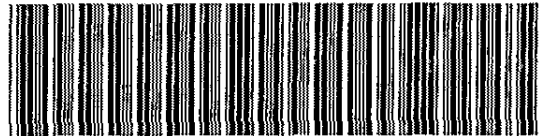
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TALLAHASSEE, FLORIDA

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January 10, 2003

VIA FEDERAL EXPRESS

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

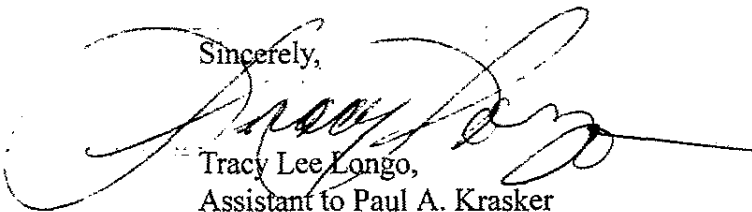
Re: Incorporation of Wine Emporium of Miami, LLC

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for Wine Emporium of Miami, LLC along with this law firm's check in the amount of \$125.00 to cover your costs associated with filing the same. Please file the enclosed as soon as possible and forward a date stamped copy of the articles to the undersigned in the self-addressed, federal express enclosed for your convenience.

Should you have any questions, please do not hesitate to call.

Sincerely,

  
Tracy Lee Longo,  
Assistant to Paul A. Krasker

/tll  
Enclosures

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03 JAN 13 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
WINE EMPORIUM OF MIAMI, LLC**

The undersigned hereby forms and establishes a limited liability company under the laws of the State of Florida.

**ARTICLE I**

The name of this limited liability company is WINE EMPORIUM OF MIAMI, LLC ("Company").

**ARTICLE II**

The mailing address and street address of the principal place of business of the Company is 777 NW 72<sup>nd</sup> Avenue, Suite 1BB1, Miami, Florida 33126. The Company may at its discretion, at any time, change the address of its principal place of business.

**ARTICLE III**

The name and street address of the initial registered agent of this Company is Paul Basker, 625 North Flagler Drive, 9<sup>th</sup> Floor, West Palm Beach, Florida, 33401.

**ARTICLE IV**

The management of this Company shall be vested in a manager. The name and mailing address of the manager ("Manager") is as follows: Lourdes ZacZac, 777 NW 2<sup>nd</sup> Avenue, Suite 1BB1, Miami, Florida 33126.

**ARTICLE V**

The business of this Company shall not be dissolved on 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 this Company, unless the manager and the remaining members consent to such a termination of the business of the Company within ninety days of the occurrence of any event which would terminate the existence of this Company.

**ARTICLE VI**

The power to adapt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Manager.

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## ARTICLE VII

Except as otherwise provided by law, no debt shall be contracted nor liability incurred by or on behalf of this Company except by the Manager.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 10 day of January, 2003.

Kindy to you

**Lourdes ZacZac, an Authorized Representative**

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 8th day of January, 2023, by Lourdes ZacZac, as the authorized representative of the members, who is personally known to me, **OR** has produced FDH as identification.

(NOTARY STAMP)

Notary Name: Alfred R Lopez

Notary Public

Serial (Commission) Number

(If any)

Blanca R. Lopez  
Commission # DD108065  
Expires April 10, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.

Having been named as registered agent and 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 of registered agent for WINE EMPORIUM OF MIAMI, LLC as provided for in Chapter 608, F.S.

Paul

Paul Krasker, Registered Agent