

L04000008841

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

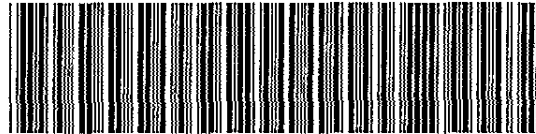
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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800027486658

02/03/04--01002--005 **76.25

01/27/04--01026--020 **78.75

RECEIVED
04 JAN 27 PM 12:21
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TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. OCEAN & LAND WINES AND SPIRIT CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input checked="" type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

FILED
04 FEB -2 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 30, 2004

LAZARUS

TALLAHASSEE, FL

SUBJECT: OCEAN & LAND WINES AND SPIRIT CORP.
Ref. Number: W04000004245

We have received your document for OCEAN & LAND WINES AND SPIRIT CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$78.75 payment.

We assume that you wish to form a limited liability company.

If that is so, you cannot use the suffix "CORP." Please use "LLC", "LC", or "LIMITED LIABILITY COMPANY."

ALSO, the total required to file an LLC and to obtain a certified copy is \$155.00.

So please send an ADDITIONAL \$76.25.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 604A00006663

RECEIVED
04 FEB -2 PM 10:51
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
04 FEB -2 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY

The undersigned hereby adopt the following articles of organization for the purpose of forming a Limited Liability Company under Chapter 608 of the Florida Statutes.

ARTICLE I - NAME

The name of this Company is

OCEAN & LAND WINES AND SPIRIT LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

14821 S.W. 90th Terrace
Miami, Florida 33196

ARTICLE III - PURPOSE

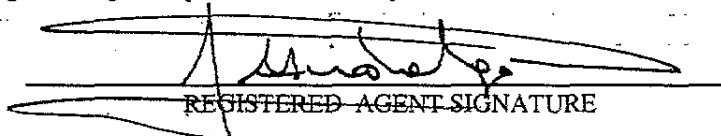
The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Statutes Annotated Sections 608.401 to 608.471, including all powers and purposes now and hereafter permitted by law to a limited liability company.

ARTICLE IV
REGISTERED AGENT, REGISTERED OFFICE AND
REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are

JAIME HIDALGO
Brickell Harbour Condominium
200 S.E. 15th Road, Suite 8J
Miami, Florida 33129

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 as registered agent as provided for in Chapter 608, F.S.


REGISTERED AGENT SIGNATURE

ARTICLE V - DURATION

This Company is to commence its existence on the date of the execution of these articles and shall exist for thirty (30) years thereafter, unless dissolved earlier upon the unanimous agreement of all members. The Members of the Limited Liability Company, by unanimous vote or consent, 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.

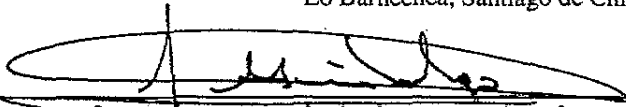
ARTICLE VI - MANAGEMENT OF THE COMPANY

The Limited Liability Company is to be managed by one manager or more managers and is; therefore, a manager-managed company

JAIME A. HIDALGO
Brickell Harbour Condominium
200 S.E. 15th Road, Suite 8J
Miami, Florida 33129

SERGIO VALENZUELA
Camino La Liebre 1371
Lo Barnechea, Santiago de Chile

LUIS ELIZARDE
Camino La Liebre 1371
Lo Barnechea, Santiago de Chile



Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), Florida Statute, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

JAIME A. HIDALGO

Typed or printed name of member or authorized representative

ARTICLE VII - ADDITIONAL MEMBERS

Additional members may be admitted to the Company upon the approval of all then-existing members of the Company and upon the terms and conditions as shall be established by agreement of all then-existing members of the Company.

IN WITNESS WHEREOF, the organizing member executed these Articles this

01/22/04

BY

JAIME HIDALGO

