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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

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CONTACT: KATIE WONSCH

DATE: 04/14/2005

REF. #: 000517.36894

CORP. NAME: BAY STREET BEVERAGES, L.L.C.

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 512170 FOR \$ 125.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
BAY STREET BEVERAGES, L.L.C.
A LIMITED LIABILITY COMPANY**

Pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (2001), as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized thereby:

**ARTICLE I
NAME**

The name of this limited liability company shall be **BAY STREET BEVERAGES, L.L.C.** (the "Company").

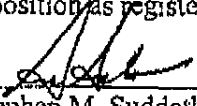
**ARTICLE II
PRINCIPAL OFFICE ADDRESS**

The street address and mailing address of the principal office for the conduct of business of the Company shall be 815 S. Main Street, Suite 600, Jacksonville, Florida 32207.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The initial registered office of the Company shall be 815 S. Main Street, Suite 600, Jacksonville, Florida 32207 and its initial registered agent at such office shall be Stephen M. Suddath.

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 agree to 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.



Stephen M. Suddath as Registered Agent


**ARTICLE IV
MANAGING MEMBERS**

The Company shall initially have two (2) managing members whose names and addresses are:

Mark C. Hemphill
1185 Ruth Avenue
Jacksonville Beach, FL 32250

Stephen M. Suddath
815 S. Main Street
Jacksonville, FL 32207

IN WITNESS WHEREOF, the undersigned, being the managing members of this Company, have executed these Articles of Organization on behalf of the Company in accordance with Section 608.407(3) of the Act.



Mark C. Hemphill

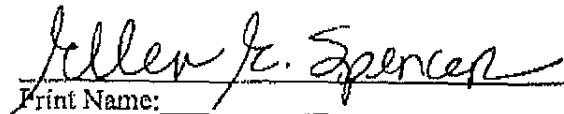
STATE OF FLORIDA

COUNTY OF DUVAL


The foregoing instrument was acknowledged before me this 13th day of April, 2005, by Mark C. Hemphill, as a managing member of BAY STREET BEVERAGES, L.L.C., a Florida limited liability company, who ☒ is personally known to me or ☐ provided the following identification: _____



Elen E. Spencer
My Commission DD156677
Expires October 16, 2006



Print Name: _____
Notary Public, State of Florida at Large
Commission No.: _____
My Commission Expires _____


Stephen M. Suddath

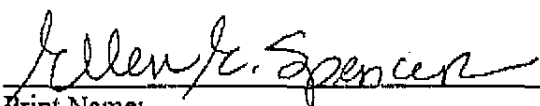
STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 13th day of April, 2005, by Stephen M. Suddath, as a managing member of BAY STREET BEVERAGES, L.L.C., a Florida limited liability company, who ☒ is personally known to me or ☐ provided the following identification: _____



Ellen E. Spencer
My Commission DB159877
Expires October 18, 2006


Print Name: _____
Notary Public, State of Florida at Large
Commission No.: _____
My Commission Expires _____

SMSOther \Bay Street Beverages, L.L.C\ArtOrg.0405