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(Business Entity Name)

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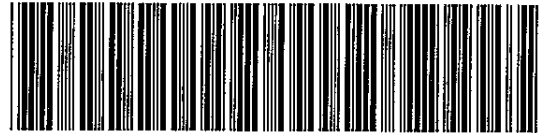
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED



LAW OFFICES OF

KENNETH G. PROTONENTIS, P.A.

A PROFESSIONAL CORPORATION

1591 Gulf Boulevard, Penthouse 2
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March 29, 2005

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FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Articles of Organization
The Wine Shops of Florida, Inc.

Dear Administrator:

Enclosed please find duplicate originals of the Articles of Organization and the Statement Accepting Appointment as Registered Agent for the newly organized limited liability company, The Wine Shops of Florida, LLC. Also enclosed is a check in the amount of one hundred fifty-five dollars (\$155.00) as payment of the filing fees and for a certified copy of the Articles of Organization.

Please do not hesitate to call me should you need additional information or have any questions about the enclosed Articles. Thank you for your attention to this matter and for returning a set of certified originals to my office at your earliest convenience. Until then, I remain

Yours very truly,

Kenneth G. Protonentis, Esq.

KGP:fms

Enclosures (3)

Cc: Gary L. Brady

ARTICLES OF ORGANIZATION
THE WINE SHOPS OF FLORIDA, LLC
A FLORIDA LIMITED LIABILITY COMPANY

THE UNDERSIGNED, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: The Wine Shops of Florida, LLC

ARTICLE II — Address:

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

1600 Gulf Boulevard, Suite 212
Clearwater, Florida 33767

ARTICLE III — Registered Agent and Registered Office

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

Kenneth G. Protonentis, Esq.
1591 Gulf Boulevard, Penthouse 2
Clearwater, FL 33767-2997

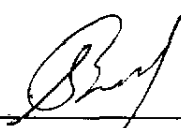
ARTICLE IV — Management:

The Company is to be managed by the members.

ARTICLE V — Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 30 day of March 2006.



Gary L. Brady
Managing Member
The Wine Shops of Florida, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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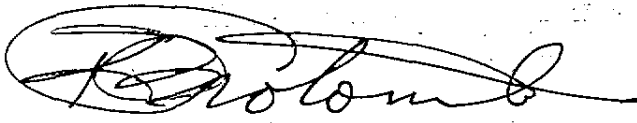
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(In accordance with section 608.408(3), Florida Statutes, the execution of this certificate constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as Registered Agent to accept service of process for the above stated limited liability Company at the place designated in this statement. I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

(In accordance with section 608.408(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Kenneth G. Protonentis, Esq.
Registered Agent
The Wine Shops of Florida, LLC

Filing Fee: \$100.00 for Articles of Organization
 \$25.00 for Designation of Registered Agent
 \$30.00 for Certified Copy

06 APR -4 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED