

L06000052005

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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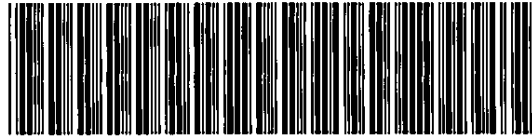
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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2006 MAY 19 AM 8:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COOPER BYRNE, PLLC	
Requestor's Name	
3520 THOMASVILLE ROAD, SUITE 200	
Address	
TALLAHASSEE, FL 32309	850-553-4300
City/State/Zip	Phone #

Office Use Only

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

1. Dux Discount Liquors, LLC  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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 2008 MAR 19 AM 8:54  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

- ☒ Walk in     
 ☒ Pick up time \_\_\_\_\_     
 ☐ 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	
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**ARTICLES OF ORGANIZATION  
OF  
DUX DISCOUNT LIQUORS, LLC**

**FILED**  
2006 MAY 19 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. **NAME.**

The name of the Limited Liability Company is DUX DISCOUNT LIQUORS, LLC (hereinafter referred to as the "Company").

2. **PERIOD OF DURATION.**

The period of duration of the Company shall be from the date of filing of its Articles of Organization until the first to occur of the following:

- (i) Dissolution of the Company pursuant to the provisions of the Florida Limited Liability Act; or
- (ii) By the mutual written agreement of a majority in capital interest of the Members.
- (iii) As provided for in any written Operating Agreement signed by all of the Members.

3. **PURPOSE.**

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. **ADDRESS OF PLACE OF BUSINESS.**

The mailing address and the street address of the place of business for the Company is 2727 Apalachee Parkway, Tallahassee, Florida 32301. Such address may be changed from time to time as provided in the Operating Agreement.

5. **REGISTERED AGENT.**

The initial registered agent in Florida for the Company is Harry Redd, and the initial registered office is located at 2727 Apalachee Parkway, Florida 32301.

6. **MEMBERS.**

The Company shall have at least one (1) Member, and may admit additional members upon the prior unanimous written agreement of the then existing Members, or as otherwise provided in the Operating Agreement.

7. **CONTINUITY OF BUSINESS.**

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 Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members (if any) of the Company.

8. **MANAGEMENT.**

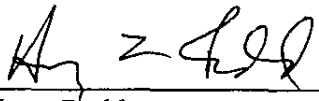
The management of the Company shall be reserved to its Members. The Members may, from time to time, elect a manager in the manner provided in any written operating agreement among all of the Members. Any such Manager shall have the powers and authority expressly granted under the Operating Agreement.

9. **INDEMNIFICATION.**

Except as expressly provided otherwise in the Operating Agreement, the Company shall indemnify any Member or former Member to the full extent permitted under the Florida Limited Liability Company Act.

Executed at Tallahassee, Florida, in the 19<sup>th</sup> day of May, 2006.

**DUX DISCOUNT LIQUORS, LLC,**  
a Florida limited liability company

By:   
Harry Redd  
Member's Authorized Representative

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of DUX DISCOUNT LIQUORS, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by DUX DISCOUNT LIQUORS, LLC.

Executed this 19<sup>th</sup> day of May, 2006.

A handwritten signature in black ink, appearing to read 'Harry Redd', is written over a horizontal line.

**HARRY REDD, REGISTERED AGENT**