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Division of Corporations

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Division of Corporations
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From:
Account Name : RORTZEL & ANDRESS
Account Number : I20000000121
Phone : (239) 649-6200
Fax Number : (239) 261-3659

FLORIDA/FOREIGN LIMITED LIABILITY CO.

LLC

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Florida Dept of State



September 20, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ROETZEL & ANDRESS

SUBJECT: N&B, LLC
REF: W07000046459

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is V16009.

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) 245-6967.

Leslie Sellers

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Florida Dept of State



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Letter Number: 307A00055402

FLORIDA DEPARTMENT OF STATE
Division of Corporations

P.O BOX 6327 - Tallahassee, Florida 32314

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**ARTICLES OF ORGANIZATION
OF
N&H WINES, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be N&H Wines, LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company is 285 Little Harbour Lane, Naples, Florida 34102.


ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is R & A Agents, Inc., Trianon Centre, Third Floor, 850 Park Shore Drive, Naples, Florida 34103.

IN WITNESS WHEREOF, the undersigned authorized representative of a member has made and subscribed these Articles of Organization on this 20th day of September, 2007.


C. Neil Gregory
Authorized Representative

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of N&H Wines, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of any duties, and is familiar with and accepts the obligations of the position of registered agent.

R & A Agents, Inc.


C. Neil Gregory, Assistant Secretary

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STATE OF FLORIDA)
) ss:
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 20th day of September, 2007, by C. Neil Gregory. He is (X) personally known to me or () has produced _____ as identification and did not take an oath.

NOTARY PUBLIC - STATE OF FLORIDA
Chondra Dangerfield
Commission #DD643016
Expires: FEB. 21, 2011
BONDED THRU ATLANTIC BONDING CO., INC.


NOTARY PUBLIC

Name: Chondra Dangerfield

(Type or Print)

My Commission Expires: _____

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