

Florida Department of State
Division of Corporations
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((H08000137704 3)))



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From: Account Name : MCLEOD, MCLEOD & MCLEOD, P.A.
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

VIN & ESPRITS II, LLC

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D. BRUCE
MAY 28 2008
EXAMINER

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ARTICLES OF ORGANIZATION
FOR
VIN & ESPRITS II, LLC
a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, *Florida Statutes*, the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such Company:

ARTICLE I
Name

The name of this Company shall be VIN & ESPRITS II, LLC.

ARTICLE II
Duration

The term of existence of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE III
Mailing Address

The mailing address is 7044 Stapoint Court, Winter Park, Florida 32792. The street address is 7044 Stapoint Court, Winter Park, Florida 32792.

ARTICLE IV
Registered Agent and Office

The name and street address of the initial registered agent and office for this Company is MARK H. KRAMPE, 7044 Stapoint Court, Winter Park, Florida 32792.

ARTICLE V
Admission of Additional Members;
Terms and Conditions of such Admissions

Additional Members may be admitted upon unanimous consent of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations and Operating Agreement of this Company.

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ARTICLE VI
Right to Continue Business

If, but for the exercise of the right to continue the Company's business, as specified below, 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, shall cause the dissolution of the Company, then the business of the Company shall continue (without dissolution) if elected, in writing, within ninety (90) days of the occurrence of such event by any remaining Member.

ARTICLE VII
Management by Members

The Company will be managed by its Members. The name and address of the initial Managing Member is:

MARK H. KRAMPE
7044 Stapoint Court
Winter Park, Florida 32792

ARTICLE VIII
Regulations of Company

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members.

ARTICLE IX
Informal Action of Members

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting and filed with the Company as part of its records.

ARTICLE X
Transferability of Member's Interest


An interest of a Member of this Company may be transferred or assigned only to such extent and in the manner provided in the Operating Agreement.

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 19th day of May, 2008.



MARK H. KRAMPE

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 19th day of May, 2008, by MARK H. KRAMPE, who (✓ one) ✓ is personally known to me or _____ produced _____ as identification.

(SEAL)





NOTARY PUBLIC

Brian Dangel

Print Name of Notary

My Commission Expires: Nov. 28, 2010


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TALLAHASSEE, FLORIDA

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STATEMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated limited liability company, I, MARK H. KRAMPE 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 in Chapter 608, *Florida Statutes*.

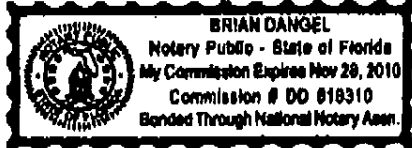


MARK H. KRAMPE

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 19th day of May, 2008, by MARK H. KRAMPE, who (✓ one) ☒ is personally known to me or _____ produced _____ as identification.

(SEAL)





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