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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. BRYAN

JAN -8

EXAMINER

POTTER CLEMENT LOWRY

ATTORNEYS AT LAW

308 EAST FIFTH AVENUE

MOUNT DORA, FLORIDA 32757

E-MAIL ADDRESS: dgpotter@pcld-law.com

DEL G. POTTER, P.A.*

G. EDWARD CLEMENT, P.A.

ARCHIE O. LOWRY, JR., P.A.

JOSEPH N. ALEXANDER, P.A.

PHONE: (352) 383-4186

FAX: (352) 383-0087

*Certified Circuit Mediator

January 4, 2013

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**Re: Articles of Organization
VIVA LIQUOR, LLC**

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2013 JAN -7 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Organization for the above-referenced company. You will also find enclosed this firm's check payable to the Secretary of State in the amount of \$155.00, representing the following fees:

\$100.00	Filing Fee
\$ 25.00	Registered Agent Designation
<u>\$ 30.00</u>	Certified Copy
\$155.00	Total

We would appreciate your filing the enclosed Articles and sending us confirmation of same.

If you have any questions, please do not hesitate to contact me. We appreciate your assistance in this matter.

Very truly yours,


Del G. Potter

DGP/rp
Enclosures

ARTICLES OF ORGANIZATION
OF
VIVA LIQUOR, LLC

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TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the limited liability company shall be VIVA LIQUOR, LLC, ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 446 N. Highland St., Mt. Dora, FL 32757.

ARTICLE III - DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the Operating Agreement.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name of Company's initial registered agent in Florida is Del G. Potter. The address of Company's registered office in Florida is 308 E. Fifth Ave., Mt. Dora, FL 32757.

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TALLAHASSEE, FLORIDA

ARTICLE V – ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the Operating Agreement of the company.

ARTICLE VI – MEMBERSHIP UNITS

The total number of membership units authorized to be issued by the Company shall be One Thousand (1,000) units. Each of the units shall entitle the holder thereof to one (1) vote at any meeting of the Members. All or any part of said units may be paid for in cash, property or labor or services at a fair valuation to be fixed at a meeting called for such purposes. All membership units shall be paid for and non assessable. The Company elects to have preemptive rights.

ARTICLE VII – MEMBERS' RIGHT TO CONTINUE BUSINESS

The remaining members of the Company have the right to continue the business on 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 may be continued only on the unanimous written consent of the remaining members.

ARTICLE VIII – MANAGEMENT

The company shall be managed by the members in accordance with Operating Agreement adopted by the members for the management of the business and affairs of the company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

NAME ADDRESS

Viva MD, LLC 446 N. Highland St.

Mt. Dora, FL 32757

JCM Ventures, LLC 26 Rancho Polo

Colts Neck, NJ 07722

Posh Investments, LLC 1210 Kelly Lane

Wall, NJ 07719

Viola Capital, LLC 26 Rancho Polo

Colts Neck, NJ 07722

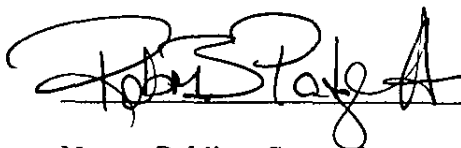
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Mt. Dora, FL, on Jan. 3, 201~~2~~³

Giorlando A. Minio

GIORLANDO A. MINIO

Sworn to and subscribed before me this 3 day of Jan., 201~~2~~³, by
Giorlando A. Minio.

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TALLAHASSEE, FLORIDA



Notary Public – State of _____

Print Name: _____



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TALLAHASSEE, FLORIDA

Personally Known _____

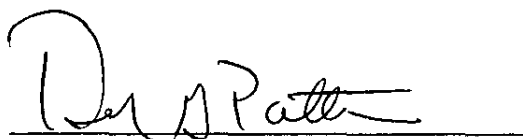
OR

Produced Identification ☒Type of Identification Produced: Fla. Drivers License

(SEAL)

ACCEPTANCE BY REGISTERED AGENT:

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this Certificate, I 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 for in Chapter 608, Fla. Stat.



Del G. Potter, Registered Agent