

04-09-13

11:41

From-Porter Wright Morris & Arthur LLP.

2385932991

T-540 P.002/006 F-723

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Florida Department of State
Division of Corporations
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FLORIDA LIMITED LIABILITY CO.
Naples Wine Collection, LLC

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C. LEWIS

APR 10 2013

EXAMINER

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ARTICLES OF ORGANIZATION
OF
NAPLES WINE COLLECTION, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I -- NAME

The name of the limited liability company shall be Naples Wine Collection, LLC (the "Company").

ARTICLE II -- ADDRESS

The street and mailing address of the initial principal office of the Company shall be 3742 Arnold Avenue, Naples, Florida 34104.

ARTICLE III -- DURATION

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

ARTICLE IV -- REGISTERED OFFICE AND AGENT


The name and street address of the initial registered agent of the Company in the State of Florida are Mary Beth M. Clary, Esquire, 9132 Strada Place, 3rd Floor, Naples, Florida 34108.

ARTICLE V -- MANAGEMENT

The Company shall be managed by one or more Managers in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The 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. At the time that these Articles are executed, the Manager is as follows:

Brandie J. Dixon
3742 Arnold Avenue
Naples, Florida 34104

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Naples, Florida, on this 9th day of April, 2013.


Mary Beth M. Clary,
Authorized Representative of Member

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Naples Wine Collection, 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 her duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: April 9, 2013.


Mary Beth M. Clary, Registered Agent

04-09-43

11:42

From-Porter Wright Morris & Arthur LLP.

2395932891

T-540 P.006/006 F-723

Naples Wine Collection, Inc.
4110 Enterprise Avenue, Suite 112
Naples, FL 34104

FILED
13 APR -9 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 1, 2013

Florida Department of State
Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Consent To Use Of Name

Ladies and Gentlemen:

Naples Wine Collection, Inc., a corporation organized under the laws of the State of Florida, hereby consents to use of the name "Naples Wine Collection" in the State of Florida by Naples Wine Collection, LLC.

NAPLES WINE COLLECTION, INC.

By:


Brandie J. Dixon, President