

11/3/2017

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FUNKY BUDDHA BREWERY LLC

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
FUNKY BUDDHA BREWERY LLC**

The undersigned, being a duly authorized representative of the Member, desiring to amend and restate the Articles of Organization of Funky Buddha Brewery LLC (the "Company") under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Amended and Restated Articles of Organization:

1. The name of the Company is Funky Buddha Brewery LLC.
2. The Articles of Organization of the Company were filed on August 7, 2017 and assigned Florida document number L17000168037.
3. This amendment is submitted to amend Article II of the Articles of Organization of the Company to update the principal office address and the mailing address of the Company.
4. This amendment is submitted to remove the identification of the following Authorized Persons authorized to manage:

Martin Birkel
Louis Applebaum
K. Kristann Carey
Oksana Dominach
Paul Hetterich
David Klein
Barbara LaVerdi
Richard Morgan
Thomas Mullin
Martha O'Brien
Lisa Schnorr
Kristopher Sentz
Janet Stewart
Albert Ubieta
H. Elaine Ziakas

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5. The text of the original Articles of Organization is hereby amended and restated to read in its entirety as follows:

**ARTICLE I
NAME**

The name of the limited liability company is Funky Buddha Brewery LLC (the "Company").

ARTICLE II

ADDRESS

The principal address of the Company is: 1201 NE 38th ST., OAKLAND PARK, FL 33334. The mailing address of the Company is 207 High Point Drive, Building 100, Victor, New York 14564.

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates CT Corporation System at the street address of 1200 S. Pine Island Road, #250, Plantation, Florida 33324 as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

DURATION AND CONTINUATION

The period of the Company's duration shall have commenced on August 7, 2017, with the initial filing of the Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement or pursuant to the Florida Revised Limited Liability Company Act, as amended from time to time.

ARTICLE V

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager; and is, therefore, a manager-managed Company. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company, if applicable. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

ARTICLE VI

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

ARTICLE VII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the written consent of the majority ownership interest, and in the manner set forth in the Operating Agreement of the Company.

ARTICLE VIII
OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company may be admitted upon the written consent of the majority ownership interest of the Members of the Company.

(Signature Page Follows)

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IN WITNESS WHEREOF, these Amended and Restated Articles of Organization have been subscribed as of the 3rd day of November, 2017 by the undersigned who affirms that the statements made herein are true under the penalties of perjury.

MEMBER:

Home Brew Mart, Inc.

By: Barbara J. LaVerdi

Name: Barbara J. LaVerdi

Title: Assistant Secretary and Assistant Treasurer

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