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Division of Corporations  
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Division of Corporations  
Florida Department of State

To:

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Fax Number : (850)617-6381

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
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**FLORIDA LIMITED LIABILITY CO.**

**Cheers W & S LLC**

Certificate of Status	1
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October 28, 2020

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
CORPORATE CREATIONS INTERNATIONAL, INC.

SUBJECT: CHEERS WINES AND SPIRITS LLC  
REF: W20000124733

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DANIEL L O'KEEFE  
Regulatory Specialist II

FAX Aud. #: H20000373308  
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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Cheers W & S LLC

### Article II. Address

The street address of the Company's initial principal office is:

Cheers W & S LLC  
1000 Brickell Ave Suite 420  
Miami FL 33131

The mailing address of the Company's initial principal office is:

Cheers W & S LLC  
1000 Brickell Ave Suite 420  
Miami FL 33131

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Global Incorporation Services LLC  
1000 Brickell Ave, Suite 420  
Miami FL 33131

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International  
801 US Highway 1  
North Palm Beach FL 33408  
(561) 694-8107

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### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

### Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

Francisco Jose Rodriguez  
1000 Brickell Ave Suite 420  
Miami FL 33131

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### Article VII. Company Existence

The Company's existence shall begin effective as of October 27, 2020.

The undersigned authorized representative of a member executed these Articles of Organization on 10/27/2020.

/s/ Sean Arno

CORPORATE CREATIONS INTERNATIONAL

Rachel Kauffman Vice President

By: Sean Arno, Attorney-in-Fact

Corporate Creations International  
801 US Highway 1  
North Palm Beach FL 33408  
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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

Cheers W & S LLC

### REGISTERED AGENT/OFFICE:

Global Incorporation Services LLC  
1000 Brickell Ave, Suite 420  
Miami FL 33131

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

/s/ Sean Arno

GLOBAL INCORPORATION SERVICES LLC  
Sean Arno, Attorney-in-Fact

Date: October 27, 2020.

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