

M130000004816

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

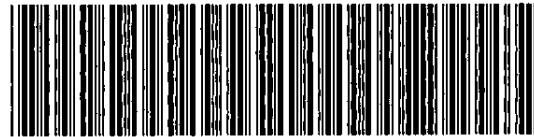
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200249776292

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2013 AUG -1 PM 4:17

NOT RETURNED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED

2013 AUG -1 AM 9:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG -2 2013

J. BRYAN



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 747557 7109268

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : August 1, 2013

ORDER TIME : 2:34 PM

ORDER NO. : 747557-005

CUSTOMER NO: 7109268

FOREIGN FILINGS

NAME: POLISHED PALATE LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER: _____

FILED
2013 AUG - 11 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Polished Palate LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Allen Gibbons

Name of Person

IWSC Group Inc

Firm/Company

103 Foulk Road, Suite 202

Address

Wilmington, DE 19803

City/State and Zip Code

allen.gibbons@iwscgroup.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Fiona Bird

at (00441483) 542703

Name of Person

Area Code & Daytime Telephone Number

MAILING ADDRESS:

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

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy

☐ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

FILED
2013 AUG - 1 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WRITTEN CONSENT OF THE SOLE MEMBER

OF

POLISHED PALATE LLC

The undersigned, being the sole-member of Polished Palate LLC, (a Delaware Limited Liability Company) hereby consent in writing to the adoption of the following resolution effective the date hereof, with the same force and effect as if it were adopted at a duly convened meeting of the sole-member:

WHEREAS, Polished Palate LLC has finalized a sale agreement with The Polished Palate LLC and Doris Bratynski, effective as of July 11, 2011; and

WHEREAS, the name Polished Palate LLC was transferred to the Purchaser of The Polished Palate LLC also effective as of July 15, 2011;

NOW THEREFORE,

BE IT RESOLVED, that the Sole Member of Polished Palate LLC hereby confirms that the name of the Company has been released from protection of re-use by the seller until September 28, 2013, and use of the name is immediately available for use by the purchaser in all of the United States.

No further action is taken or consented to by the sole-member of the Company.

IN WITNESS WHEREOF, the undersigned has executed this Consent of the Sole-Member of Polished Palate LLC as of this 1st day of August, 2013.

SOLE MEMBER:

IWSC Group, Inc.

By:

Title: President

FILED
2013 AUG -1 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Polished Palate LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 45-2800581

(FEI number, if applicable)

4. 12 July 2011

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 103 Foulk Road, Suite 202, Wilmington DE 19803

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

Allen Gibbons

103 Foulk Road, Suite 202, Wilmington DE 19803

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida:

Running of Spirits Tasting events

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

ALLEN GIBBONS

Typed or printed name of signee

FILED
AUG - 1 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Polished Palate LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

City/State/Zip

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, Florida Statutes.

Corporation Service Company

By 

(Signature)

Sue G. Knight
Assistant Vice President

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

FILED
2013 AUG - 1 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POLISHED PALATE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF MAY, A.D. 2013.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "POLISHED PALATE, LLC" WAS FORMED ON THE TWELFTH DAY OF JULY, A.D. 2011.

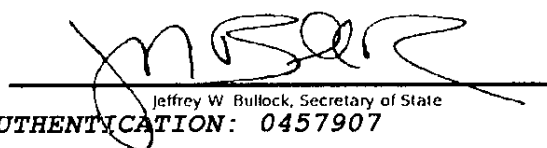
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

5009471 8300

130650330

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0457907

DATE: 05-24-13