M 16000005186

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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Special Instructions to Filing Officer:

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2026 OCT 15 P12:44

10/16/2026

CSC - Tallahassee
1201 Hays Street
Tallahassee, FL 32301-2607
850-558-1500

To: Department Of State, Division Of Corporations
From: Shauna Godbolt
Date: 10/15/26
Order #: 8292323-2
Re: SGWS-DEL, LLC
Processing Method: Routine

TO WHOM IT MAY CONCERN:

Enclosed please find:
Application for Certificate of Merger
Amount to be deducted from our State Account: $50.00 - FL State Account Number: I20000000195

Please take the following action:
File in your office on basis
Issue Proof of Filing

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

ARTICLES OF MERGER
of
SGWS-DEL, LLC
(a Florida limited liability company)
with and into
SOUTHERN GLAZER'S WINE AND SPIRITS, LLC
(a Delaware limited liability company)

Pursuant to Section 605.1025 of the Florida Statutes, the undersigned parties submit these Articles of Merger and hereby certify as follows:

1. The merging party is SGWS-DEL, LLC, a Florida limited liability company ("***SGWS-DEL***").

2. The surviving party is Southern Glazer's Wine and Spirits, LLC, a Delaware limited liability company ("***SGWS***").

3. The merger was approved by SGWS-DEL in accordance with Sections 605.1021-605.1026 of the Florida Statutes, by SGWS in accordance with the applicable laws of the State of Delaware, and by each member of such limited liability company who as a result of the merger will have interest holder liability under Section 605.1023(1)(b) of the Florida Statutes.

4. SGWS agrees to pay any members with appraisal rights the amount to which members are entitled under Sections 605.1006 and 605.1061-605.1072 of the Florida Statutes.

[Signature page follows]

2026 OCT 15 P 12:44

The undersigned execute these Articles of Merger subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

EXECUTED as of the 13th day of October, 2026.

SGWS-DEL, LLC

By: Southern Glazer's Wine and Spirits, LLC, its sole member and manager

By: _____

Name: Alan N. Greenspan
Title: Executive Vice President

SOUTHERN GLAZER'S WINE AND SPIRITS, LLC

By: _____

Name: Alan N. Greenspan
Title: Executive Vice President

MERG-329465