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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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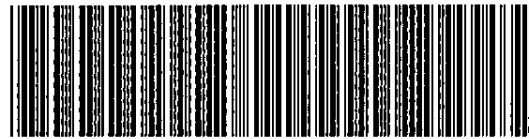
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

J. Shivers NOV 23 2011

W11-58775

MARK K. STOUT, CPA, PL

P.O. BOX 771177
NAPLES, FL 34107

November 18, 2011

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Dissolution of Wine Tasters of Naples, LLC. and
Incorporation of Wine Tasters of Naples, Inc.

To Whom It May Concern:

Daniel L. Leaman and Deborah M. Foss formed Wine Tasters of Naples, LLC a little over a year ago and have both decided that the proper form of business for this entity is to incorporate as a Not for Profit. Thus they have signed the Articles of Dissolution for Wine Tasters of Naples, LLC (see attached with appropriate fee) and we are including Articles of Incorporation (Not for Profit) for Wine Tasters of Naples, Inc (see attached with appropriate fee). As the ownership/ responsibility for these entities are the same individuals, we are requesting that the similar name be granted by the Division. Should you have any questions, please call me at 239-566-1199. We appreciate your assistance with this change.

Sincerely,



Mark K. Stout, CPA
Managing Member

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TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: WINE TASTERS OF NAPLES, INC.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MARK STOUT, CPA
Name (Printed or typed)

P.O. BOX 771177
Address

NAPLES, FL 34107
City, State & Zip

239-566-1199
5637 White Oak Drive, Naples, FL 34107

Mark@MarkStoutCPA.com
E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: **WINE TASTERS OF NAPLES, INC.**

ARTICLE II PRINCIPAL OFFICE

Principal street address
5637 WHISPERWOOD BLVD, #601
NAPLES, FL 34110

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such asset not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed:

The powers of the Corporation shall be exercised, its property controlled and its affairs conducted by a board of directors. The number of directors of the Corporation shall be at least two (2). The number of members of the board of directors of the Corporation may be increased or decreased from time to time in accordance with bylaws adopted by the directors, but shall never be less than two (2) directors. The initial directors shall hold office until the first annual meeting of the corporation or until successors are elected or qualified. The directors of the Corporation shall have no right, title or interest in its income, property or assets, nor shall any portion of its income, property or assets be distributed to any director on the dissolution or winding up of the Corporation. Directors of the Corporation shall not be personally liable for any debts, liabilities or obligations of the Corporation, and shall not be subject to any assessments.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: DANIEL L. LEAMAN, PRESIDENT, CHAIRMAN
Address: 5637 WHISPERWOOD BLVD, #601
NAPLES, FL 34110

Name and Title: _____
Address: _____

Name and Title: DEBORAH M. FOSS, VP
Address: 5910 PARADISE CIRCLE
NAPLES, FL 34110

Name and Title: _____
Address: _____

Name and Title: _____
Address: _____

Name and Title: _____
Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: MARK K. STOUT, CPA
Address: 999 VANDERBILT BEACH RD, #200
NAPLES, FL 34108

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: MARK K. STOUT, CPA
Address: 999 VANDERBILT BEACH RD, #200
NAPLES, FL 34108

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TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Mark Stout, CPA

Required Signature of Registered Agent

11/17/11

Date

I submit this document and affirm 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.

Mark Stout, CPA

Required Signature of Incorporator

11/17/11

Date