

P 00000012633

Requester's Name

Address

City/State/Zip

Phone #



Office Use Only

FILED
00 JAN 31 PM 29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)

700003116407-5
-01/31/00-01108-002
*****78.75 *****78.75

2. _____ (Corporation Name) (Document #)

3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #)

- Walk in
- Pick up time _____
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

FEB 4 1999

Examiner's Initials

ARTICLES OF INCORPORATION

THE UNDERSIGNED acting as Incorporator of a corporation under the Florida General Corporation Act hereby associate themselves together to form a corporation for profit and adopt the following Articles of Incorporation for such corporation.

ARTICLE I: Name

The name of this corporation is:

SERENITY CELLARS, INC.

ARTICLE II: Duration

The period of its duration is perpetual unless dissolved by action of law.

ARTICLE III: Purpose

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV: CAPITAL STOCK

The amount of the total authorized stock of the corporation shall be 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V: Initial Registered office and agent

The name and address of the initial registered agent of this corporation is as follows:

Joseph C. Smith
1037 Forest Circle
Winter Springs, FL 32708

ARTICLE VI: Initial Board of Directors

The corporation shall have four directors initially. The number of directors may either decreased or increased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial directors of this corporation are:

NAME
Joseph C. Smith

ADDRESS
1037 Forest Circle
Winter Springs, FL 32708

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Continued List of Initial Officers:

Name	Address
Justina P. Smith	1037 Forest Circle Winter Springs, FL 32708
Carolyn K. Wilson	1805 NE Van Loon Ter Cape Coral, FL 33909
John M. Wilson	1805 NE Van Loon Ter Cape Coral, FL 33909

ARTICLE VII: Initial Officers

Name	Address	Title-Office:
Joseph C. Smith	1037 Forest Circle Winter Springs, FL 32708	President
Justina P. Smith	1037 Forest Circle Winter Springs, FL 32708	Vice President
Carolyn K. Wilson	1805 NE Van Loon Ter Cape Coral, FL 33909	Treasurer
John M. Wilson	1805 NE Van Loon Ter Cape Coral, FL 33909	Secretary

ARTICLE VIII: Incorporators

The name and address of the Incorporator signing these Articles of Incorporation is:

Name	Address
Joseph C. Smith	1037 Forest Circle Winter Springs, FL 32708

ARTICLE IX: Indemnification

The corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and pursuant to the provisions of Section 607.14 of the Florida Statutes, as amended.

ARTICLE X: Amendment of Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this day of January, 2000.



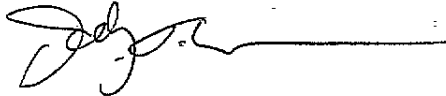
Joseph C. Smith
Incorporator

STATE OF FLORIDA
COUNTY OF LEE



BEFORE ME, the undersigned authority personally appeared JOSEPH C. SMITH,
WHO PROVIDED DRIVERS LICENSE AS IDENTIFICATION. FL DL S 530-483-64-3240

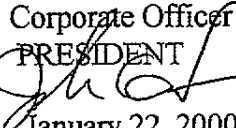
IN WITNESS WHEREOF, I have set my hand and seal this 22 day of January, 2000.



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That SERENITY CELLARS , INC. , desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 1037 Forest Circle, Winter Springs, State of Florida, as its agent to accept service of process within Florida.

Corporate Officer
PRESIDENT

January 22, 2000

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TALLAHASSEE, FLORIDA

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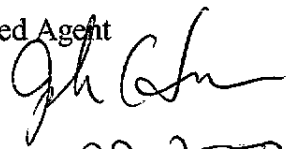
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Having been named to accept service for the above stated corporation, at the place designated in this certificate,

I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Registered Agent

Date


Jan 22, 2000