

TRANSMITTAL LETTER

P01000074817

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

APPROVED
AND
FILED

61 JUL 30 PM 4:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: PORT CITY SPIRITS INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

300004508053-5
-07/31/01--01003--028
*****78.75 *****78.75

Enclosed are 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 of Status

ADDITIONAL COPY REQUIRED

EFFECTIVE DATE
07-31-01

FROM: Douglas A. Wisser
Name (Printed or typed)

916 N. PACE BLVD
Address

PENSACOLA FL 32505
City, State & Zip

850-433-6019
Daytime Telephone number

NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

2001 JUL 30 PM 3:38

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

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

[Handwritten signature]
7/30
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**ARTICLES OF INCORPORATION
OF
PORT CITY SPIRITS, INC.**

ARTICLE I - NAME

The name of this corporation is Port City Spirits, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on July 30, 2001 at 12:00 A.M. after filing these Articles with the Department of State.

ARTICLE III - PURPOSE

EFFECTIVE DATE
07-31-01

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 916 North Pace Boulevard, Pensacola, Florida 32505 and the name of the registered agent of this corporation at this address is Douglas A. Wisser.

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JUL 30 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII – BOARD OF DIRECTORS

This corporation shall have one Director constituting the Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaw, however, there shall never be less than one Director nor more than three. The name and address of the Board of Directors of the corporation are:

**Douglas A. Wisser
916 North Pace Boulevard
Pensacola, Florida 32505**

ARTICLE VIII – INCORPORATORS

The name and address of the Incorporator signing these articles is:

**Douglas A. Wisser
916 North Pace Boulevard
Pensacola, Florida 32505**

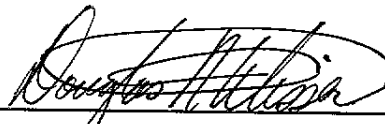
ARTICLE IX – INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon shareholders is subject to this reservation.

IN WITNESS WHEREOF, said Corporation with no issued stock, the undersigned Incorporator have executed these Articles of Incorporation on the 30st day of July, 2001.

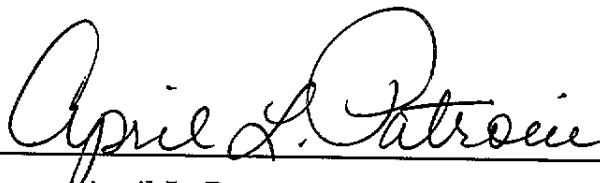


Douglas A. Wisser

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, Douglas A. Wisser known to be known by me the persons who executed the forgoing Articles of Incorporation, and they acknowledge before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the state and County above, this 30st day of July, 2001.



April L. Patroni

State of Florida at Large

Commission No. CC718845

My Commission Expires:

2/22/02

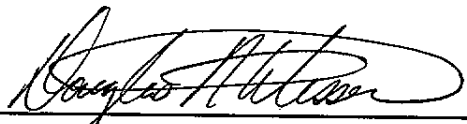
APRIL L. PATRONI
Notary Public-State of FL
Com. Exp: Feb. 22., 2002
No: CC 718845

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

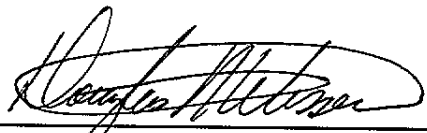
In compliance with Sections 607.0501 and 617.0501, Florida Statutes, the following is submitted:

FIRST, that Port City Spirits, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 916 North Pace Boulevard, Pensacola, Florida 32505, has named Douglas A. Wisser as its agent to accept service of process within Florida.

Dated: July 30, 2001


Douglas A. Wisser, Incorporator

SECOND, having been named to accept service of process for the above named 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 performance of my duties.


Douglas A. Wisser, Registered agent

APPROVED
AND
FILED
01 JUL 30 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA