

P94880155212

Brenda S. Guest
(Requestor's Name)

536 Bradford Lane
(Address)

(Address)

Quincy FL 32351
(City/State/Zip/Phone #)

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**ARTICLES OF INCORPORATION
OF
BJ LIQUORS, INC.**

The undersigned natural person, of legal age, acting as Incorporator under the provisions of Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

Name and Address of Corporation

The name of this Corporation shall be **BJ Liquors, Inc.**, and its principal office and mailing address shall be 211 East Virginia Street, Tallahassee, Florida 32301.

ARTICLE II

Purposes

This Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III

Stock Clause

The aggregate number of shares of stock which this Corporation shall have authority to issue shall be Ten Thousand (10,000) shares of common stock, all of one class at One and No/100 Dollars (\$1.00) par value per share.

ARTICLE IV

Duration

The Corporation shall have perpetual existence.

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ARTICLE V

Initial Registered Office and Agent

The address of this Corporation's initial registered office is 211 East Virginia Street, Tallahassee, Florida 32301, and the name of its initial registered agent at said address is John O. Williams.

ARTICLE VI

Incorporator

The names and addresses of the Incorporator is as follows:

<u>Name</u>	<u>Address</u>
John O. Williams	211 East Virginia Street Tallahassee, FL 32301

ARTICLE VII

Board of Directors

The business of the Corporation shall be managed initially by a board of two (2) directors. The number of directors may be, as provided in the By-Laws, increased, but shall never be less than one (1) director. The name and address of the directors constituting the initial board are:

<u>Name</u>	<u>Address</u>
John O. Williams	211 East Virginia Street Tallahassee, FL 32301
Brenda S. Guest	211 East Virginia Street Tallahassee, FL 32301

ARTICLE VIII

Preemptive Rights

Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of the class, kind or series of stock in this Corporation which he presently owns that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in and ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from this corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to this Corporation within thirty (30) days of receipt of notice from this Corporation.

ARTICLE IX

Effective Date

The date that corporate existence shall begin shall be upon filing by the Secretary of State. This election is pursuant to Section 607.0123, Florida Statutes.

ARTICLE X

Fiscal Year

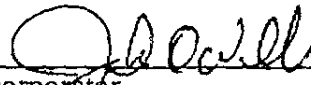
The accounting period which this Corporation intends to establish as its first fiscal year for federal and state purposes shall be the fiscal year ending on the last day of December, 2004.

ARTICLE XI

By-Laws

By-Laws of this Corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders except as otherwise provided in the By-Laws.

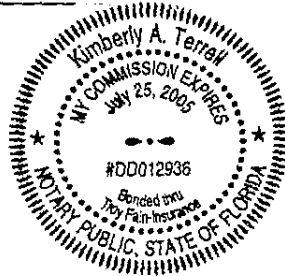
IN WITNESS WHEREOF, the undersigned, being the sole Incorporator of this Corporation, executes these Articles of Incorporation and certifies to the truth of the facts herein stated in the State of Florida, this 15 day of November, 2004.


Incorporator

State of Florida
County of Leon

The foregoing Articles of Incorporation of BJ Liquors, Inc., was acknowledged before me this 15 day of November, 2004, by John O. Williams.


Notary Public



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

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is BJ Liquors, Inc.
2. The name and address of the registered agent and office is:

John O. Williams
211 East Virginia Street
Tallahassee, Florida 32301

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Signature (Corporate Officer)

Directors

Title

11/15/04

Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF 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.



Signature

11/15/04

Date