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STATE  
TALLAHASSEE  
FLORIDA

2005 SEP 19 PM 3:30

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2005

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**COVER LETTER**

2005 SEP 19 PM 3:30

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

DEPARTMENT OF STATE  
TALLAHASSEE FLORIDA

**SUBJECT:** SOUTHERN SPIRITS & BEVERAGES, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
                         & Certificate of Status

☒ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                         & Certificate of  
                         Status  
**ADDITIONAL COPY REQUIRED**

**FROM:** Harry L. Redd  
Name (Printed or typed)

2727 Apalachee Parkway  
Address

Tallahassee, Florida 32301  
City, State & Zip

850/878-6189  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**

**OF**

**SOUTHERN SPIRITS & BEVERAGES, INC.** <sup>STATE</sup> **TALLAHASSEE FLORIDA**

2005 SEP 19 PM 3:30

I, the undersigned, hereby associate for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation of a corporation for profit.

**ARTICLE I**

**Name and Principal Address**

The name and principal address of the corporation shall be: **Southern Spirits & Beverages, Inc., 2727 Apalachee Parkway, Tallahassee, Florida 32301.** The mailing address shall be the same.

**ARTICLE II**

**Duration**

This corporation shall have perpetual existence.

**ARTICLE III**

**Purpose**

The general nature of the business to be transacted by this corporation is as follows: To do all things which are

authorized to be done by corporations organized under the laws of the State of Florida.

**ARTICLE IV**  
**Capital Stock**

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100) shares. Such shares shall be a single class, and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE V**  
**Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 2727 Apalachee Parkway, Tallahassee, Florida 32301 and the name of the initial registered agent of this corporation at that address is Harry L. Redd.

**ARTICLE VII**  
**Initial Board of Directors**

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The names and addresses of the initial board of directors of this corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Harry L. Redd	2727 Apalachee Parkway Tallahassee, Florida 32301

**ARTICLE VIII**  
**Officers**

The names and street addresses of the officers of this corporation, who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Harry L. Redd President, Secretary	2727 Apalachee Parkway Tallahassee, Florida 32301

**ARTICLE IX**  
**Incorporation**

The name and street of the incorporator:

**NAME**

**ADDRESS**

Harry L. Redd

2727 Apalachee Parkway  
Tallahassee, Florida 32301

**ARTICLE X**  
**Indemnification**

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

**ARTICLE XI**  
**Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XII**  
**Corporation Business**

The business of this corporation shall be conducted by a President, one (1) or more Vice-presidents, a Secretary and a Treasurer, and such assistants as the Board of Directors may from time to time provide for, and any person may hold two or

more of such offices. When stockholders who hold a majority of the stock shall be present at a meeting of this corporation, however called or notified, and shall sign a written consent thereto on the record of the meeting, the acts of such meeting shall be as valid as if legally called and notified. This corporation may prescribe and make such other provisions by proper by-laws as the corporation may desire for the regulation of the business and for the conduct of the affairs of the corporation, and any provision creating, dividing, limiting, and regulating the powers of the corporation, the Directors and Stockholders, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates; provided such provisions are not contrary to the laws of the State of Florida.

IN WITNESS WHEREOF, the Incorporator has hereunto set his hand and seal this 19<sup>th</sup> day of September, 2005.


  
\_\_\_\_\_  
HARRY L. REDD

I hereby accept the designation of registered agent  
for the above-mentioned corporation at the above-mentioned  
address, city, and state.

  
HARRY L. REDD

STATE OF FLORIDA  
COUNTY OF LEON

The foregoing instrument was acknowledged before me by  
HARRY L. REDD, who is personally known to me or who has produced  
as identification and who did/did  
not take an oath, this 17th day of September, 2005.

  
Notary Public  
Printed Name:  
My Commission Expires:



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TALLAHASSEE FLORIDA