

PD9000037133

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

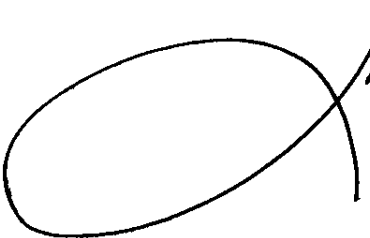
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

~~1209-17699~~

Office Use Only

 4/27/



900149614619

04/14/09--01032--005 **87.50

APPROVED
AND
FILED
09 APR 24 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kelly Conrow-Mincey
4446-1A Hendricks Avenue
Suite 335
Jacksonville, Florida 32207
904-538-0323

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

April 9, 2009

Re: Florida Tropical Wines, Inc.

Ladies and Gentlemen:

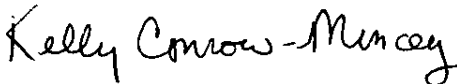
Enclosed are the original and one copy of the Articles of Incorporation for the above named corporation. Also enclosed is a check in the amount of \$87.50 for payment of the following:

Filing fee	\$35.00
Designation of Registered Agent	\$35.00
Certified Copy	\$ 8.75
Certificate of Status	\$ 8.75
Total	\$87.50

Please return a certified copy of the Articles of Incorporation along with filing information at your earliest convenience to:

Kelly Conrow-Mincey
4446-1A Hendricks Avenue
Suite 335
Jacksonville, Florida 32207
Daytime telephone: 904-538-0323

Yours sincerely,


Kelly Conrow-Mincey



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 15, 2009

KELLY CONROW-MINCEY
4446-1A HENDRICKS AVENUE
SUITE 335
JACKSONVILLE, FL 32207

SUBJECT: FLORIDA TROPICAL WINES, INC.
Ref. Number: W09000017699

We have received your document for FLORIDA TROPICAL WINES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Regulatory Specialist II

Letter Number: 909A00012686

RECEIVED
DEPARTMENT OF STATE
09 APR 26 AM 11:13

ARTICLES OF INCORPORATION
OF
FLORIDA TROPICAL WINES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 APR 24 PM 4:23

APPROVED
AND
FILED

The undersigned incorporator, for the purpose of forming a corporation under Florida Statutes Chapter 607 and/or Chapter 621, hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME: The name of the Corporation shall be Florida Tropical Wines, Inc.

ARTICLE II

PRINCIPAL OFFICE: The principal place of business and mailing address of this corporation shall be 4446-1A Hendricks Avenue, Suite 335, Jacksonville, Florida, 32207.

ARTICLE III

PURPOSE: The purpose of the Corporation is to engage in the retail sale of wine and gifts, and to engage in any lawful act or activity for which corporations may be now or hereafter organized under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK: The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares. These shares shall be designated "Common Shares," the only class of stock authorized. Each share has a par value of \$1.00.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE V

INITIAL OFFICER(S) AND DIRECTOR(S): This corporation may have officers as set forth herein: A President; any number of Vice Presidents; a Secretary; a Treasurer, and any assistant officers as may be necessary. The initial officer of this corporation will be Kelly Conrow-Mincey, President.

This corporation shall have not less than one, and not more than five directors. This corporation will initially have one director, being Kelly Conrow-Mincey.

ARTICLE VI

INITIAL REGISTERED AGENT AND STREET ADDRESS: The name and address of the initial registered agent is:

Kelly Conrow-Mincey
4446-1A Hendricks Avenue
Suite 335
Jacksonville, Florida 32207

ARTICLE VII

INCORPORATOR: The name and street address of the incorporator to these Articles of Incorporation is:

Kelly Conrow-Mincey
4446-1A Hendricks Avenue
Suite 335
Jacksonville, Florida 32207

ARTICLE VIII

BYLAWS: The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders. Every Amendment shall be approved by the Board of Directors and approved at a Shareholder's meeting by a majority of the stock entitled to vote thereon, unless all Directors and all the Shareholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

ARTICLE IX

CALLING OF SPECIAL MEETING: Special meetings of shareholders may be called by the President, the Secretary, a majority of the Shareholders, the Board of Directors of this Corporation or a designee of any of the same.

ARTICLE X

REMOVAL OF DIRECTORS: A majority interest of the Shareholders of voting stock of this Corporation shall be entitled to remove any Director from office with or without cause during his term.

ARTICLE XI

EXTRAORDINARY ACTION: The affirmative vote of fifty-one percent (51%) of voting common stock of the Corporation represented at a meeting at which a quorum is present, shall be required to amend these articles so as to increase or decrease the authorized

number of, or change the designations, preferences, qualifications, limitations, restrictions, or special or relative rights of any of the various classes of shares; or to merge or consolidate the Corporation with or into any other Corporation or sell, lease, or convey all or substantially all of the assets of the Corporation, or voluntarily to dissolve, liquidate, or wind up its affairs.

ARTICLE XII

EFFECTIVE DATE: The effective date of these Articles of Incorporation shall be the date such articles are received by the Florida Department of State.

ARTICLE XIII

DURATION: The corporation shall have perpetual existence.

-----The remainder of this page intentionally left blank-----

The undersigned being the sole incorporator named above signs and acknowledges these Articles of Incorporation at Jacksonville, Duval County, Florida, on the 10th day of April, 2009.

Kelly Connor Mincey
Incorporator

STATE OF FLORIDA

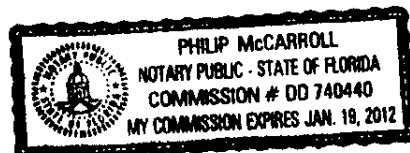
COUNTY OF Florida

Before me, the undersigned authority, personally appeared

Kelly Connor Mincey, who is to me well known or who produced identification to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Jacksonville, FL in said County and State this 10th day of April, 2009.

Notary Public Philip W. Carroll



CERTIFICATE OF ACKNOWLEDGEMENT OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of all applicable 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 Florida Tropical Wines, Inc.
2. The name and address of the registered agent and office is:

Kelly Conrow-Mincey
4446-1A Hendricks Avenue
Suite 335
Jacksonville, Florida 32207

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 as 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.

Kelly Conrow-Mincey
Registered Agent Signature

DATE 4.10.2009

09 APR 24 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED