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Effective Date 06-15-10

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FLORIDA PROFIT/NON PROFIT CORPORATION Sweet Peas Winery & Gifts, Inc.

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ARTICLES OF INCORPORATION

OF

Effective Date SWEET PEAS WINERY & GIFTS, INC.

The undersigned Incorporator subscribing to these Articles of Incorporation, being competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be: Sweet Peas Winery & Gifts, Inc., and its initial mailing address shall be: 5350 Gulf Drive, Holmes Beach, FL 34217. The initial street address of the Corporation's principal office shall be: 5350 Gulf Drive, Holmes Beach, FL 34217.

ARTICLE II

The purpose of this Corporation is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Corporation shall have all powers given corporations under the Laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be One Thousand Five Hundred (1,500) shares of common stock having a par value of One Dollar (\$1.00).

ARTICLE IV

This Corporation is to exist perpetually.

ARTICLE V

The name of the initial Registered Agent is Brianna K. Chelucci, and the street address of the initial registered office of this Corporation is 5350 Gulf Drive, Holmes Beach, FL 34217.

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The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

The name and address of each Incorporator of this Corporation is:

Sheree S. White, 5350 Gulf Drive, Holmes Beach, FL 34217

Thomas L. Townsend, 5350 Gulf Drive, Holmes Beach, FL 34217

Brianna K. Chelucci, 5350 Gulf Drive, Holmes Beach, FL 34217

ARTICLE VII

These Articles of Incorporation may be amended only by both a majority vote of all the stock issued and outstanding and entitled to vote thereon and a majority vote of all the Directors, which votes shall be taken at an annual meeting or at a special meeting if notice of the proposed amendment is contained in the notice of such special meeting.

ARTICLE VIII

Pursuant to the provisions of Chapter 607, Florida Statutes, this Corporation shall begin in existence as of June 15, 2010.

Sheree S. White, Incorporator

Thomas L. Townsend, Incorporator

Brianna K. Chelucci, Incorporator

I hereby accept designation as Registered Agent of the above-named corporation, and I am familiar with and accept the obligations of the position.

Brianna K. Chelucci, Registered Agent

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