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FLORIDA PROFIT/NON PROFIT CORPORATION  
Gerhardt Vineyards, Inc.

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**ARTICLES OF INCORPORATION  
OF  
GERHARDT VINEYARDS, INC.**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this corporation shall be: **GERHARDT VINEYARDS, INC.**

**ARTICLE II**

**Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation shall be:

PRINCIPAL OFFICE	MAILING ADDRESS
15363B Amberly Drive Tampa, Florida 33647	15350 Amberly Drive, Unit 221 Tampa, Florida 33647

**ARTICLE III**

**Purposes and Duration**

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

**ARTICLE IV**

**Capital Stock**

The Corporation is authorized to issue 10,000 shares of one dollar par value common stock, which shall be designated Common Stock.

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**ARTICLE V**  
**Initial Board of Directors**

The Initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until her successor has been duly elected and qualified. The name and street address of the initial director are:

<u>Name</u>	<u>Address</u>
Manfred Rosowski	15350 Amberly Drive, Unit 221 Tampa, Florida 33647

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

The initial registered office of this corporation shall be located at Drummond Wehle & Ross LLP, 6987 East Fowler Avenue, Tampa, Florida 33617 and the initial registered agent of this corporation at such office shall be Gerard F. Wehle, Jr. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

**ARTICLE VII**  
**Incorporator**

The name and street address of the incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Gerard F. Wehle, Jr.	Drummond Wehle & Ross LLP 6987 East Fowler Avenue Tampa, Florida 33617

**ARTICLE VIII**  
**By-Laws**

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

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**ARTICLE IX**  
**Amendment of Articles of Incorporation**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED September 20, 2010

  
GERARD F. WEHLE, JR., Incorporator

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**GERHARDT VINEYARDS, INC.****ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, GERARD F. WEHLE, JR., having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED September 20, 2010

  
GERARD F. WEHLE, JR., Registered Agent2010 SEP 20 PM 1:56  
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