

P16825

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

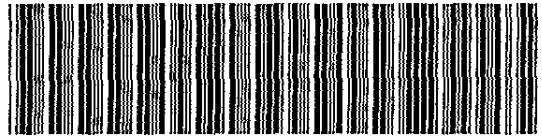
(Document Number)

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03 DEC -4 PM 1:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

TO: Amendment Section  
Division of Corporations

SUBJECT: Duckhorn Wine Co  
(Name of corporation)

DOCUMENT NUMBER: P16825

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Terry Bankson  
(Name of person)

Duckhorn Wine Co.  
(Name of firm/company)

1000 Lodi Lane  
(Address)

St. Helena, CA 94574  
(City/state and zip code)

For further information concerning this matter, please call:

Terry Bankson at (707) 967-2004  
(Name of person) (Area code & daytime telephone number)

~~Enclosed~~ is a check for the following amount:

☐

\$35.00 Filing Fee

☒

\$43.75 Filing Fee &  
Certificate of Status

☐

\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐

\$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

Has been  
rec'd by your  
office.

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 DEC -4 PM 1:55

FILED



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 25, 2003

DUCKHORN WINE COMPANY  
% TERRY BANKSON  
1000 LODI LANE  
ST. HELENA, CA 94574

SUBJECT: ST. HELENA WINE COMPANY, INC.  
Ref. Number: P16825

We have received your document for ST. HELENA WINE COMPANY, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

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) 245-6964.

Irene Albritton  
Document Specialist

Letter Number: 503A00063878

RECEIVED  
03 DEC -4 AM 9:41  
DIVISION OF CORPORATIONS

(Pursuant to s. 607.1504, F.S.)

**(1-3 MUST BE COMPLETED)**

(Document number of corporation (if known))

2. State of CA 3. 11-16-1987  
(Incorporated under laws of) (Date authorized to do business in Florida)

**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

- (New duration)

(New jurisdiction)

(Typed or printed name of person signing)

(Date)

(Title of person signing)

FILED  
03 DEC -4 PM 1:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

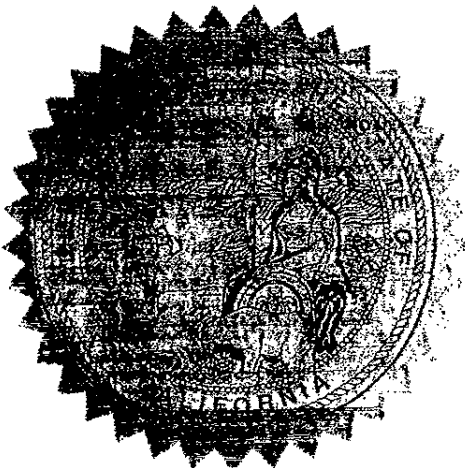


## SECRETARY OF STATE



I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

APR 11 2000

*Bill Jones*

Secretary of State

A0543522

**CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
ST. HELENA WINE COMPANY, INC.**

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

**APR 18 2000**

**BILL JONES, Secretary of State**

Daniel Duckhorn and Margaret Duckhorn certify that:

1. They are the President and Secretary, respectively, of St. Helena Wine Company, Inc., a California corporation.

2. The Articles of Incorporation of this Corporation are amended by amending Article 1 so that it shall read in full as follows:


1. The name of this Corporation is Duckhorn Wine Company.

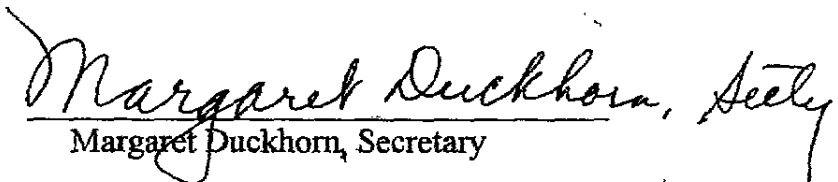
3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.

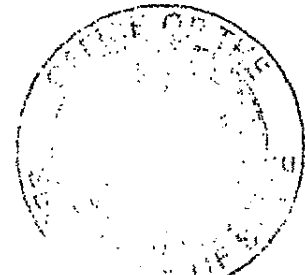
4. The foregoing Amendment of Articles has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the Corporation is 1,405,609. The number of shares voting in favor of the Amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

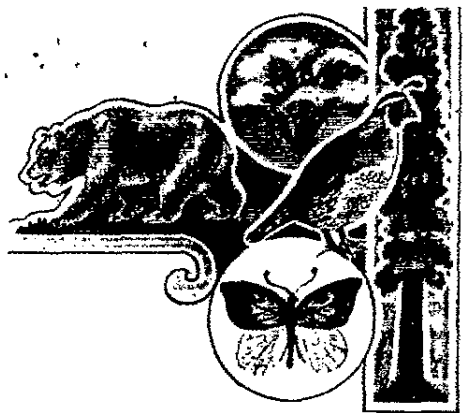
We declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Dated: April 14, 2000

  
Daniel Duckhorn, President

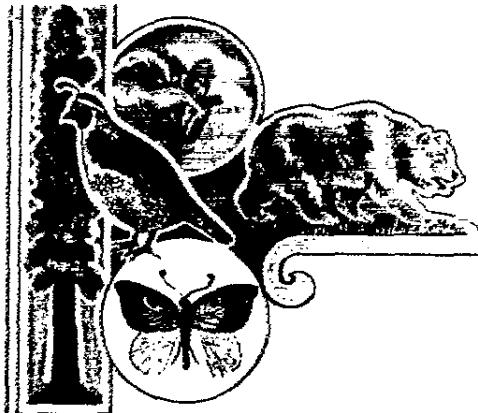
  
Margaret Duckhorn, Secretary





# State of California

OFFICE OF THE SECRETARY OF STATE



I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

APR 5 - 1976



*March Fong Eu*

Secretary of State

766950

ARTICLES OF INCORPORATION  
OF  
ST. HELENA WINE COMPANY, INC.

**ENDORSED  
FILED**  
In the office of the Secretary of State  
of the State of California  
APR 1 1976

MARSH FONG EU, Secretary of State  
Irene Keeler  
Deputy

1. The name of this corporation is ST. HELENA WINE COMPANY, INC.

2. The primary business in which this corporation will engage is farm, nursery and winery consulting, management, operation and ownership.

3. The purposes for which this corporation is formed are:

(a) To engage in any one or more other businesses or transactions which the Board of Directors of this corporation may from time to time authorize or approve, whether related or unrelated to the business described in paragraph 2 above, or to any other business then or theretofore done by this corporation;

(b) To have and to exercise any and all powers and rights which a corporation by law may now or hereafter exercise;

(c) To act as principal, agent, joint venturer, partner, or in any other capacity which may be authorized or approved by the Board of Directors of this corporation; and

(d) To transact business in the State of California or in any other jurisdiction of the United States of America, or elsewhere in the world.

The foregoing statement of purposes shall be construed as a statement both of purposes and powers, and the purposes and



powers in each clause, shall, except where otherwise expressed, be in nowise limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

4. The principal office for the transactions of business of this corporation shall be located in the County of Napa, State of California.

5. This corporation is authorized to issue only one class of shares. The total number of shares shall be 500,000 and all shares are to be without par value.

6. The number of directors of this corporation is three(3).

The names and addresses of the persons who are appointed as first directors are:

David E. Lombardi, Jr.  
68 Post Street, Suite 725  
San Francisco, California 94104

David E. Lombardi  
68 Post Street, Suite 725  
San Francisco, California 94104

Stephen D. Maffini  
68 Post Street, Suite 827  
San Francisco, California 94104

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, the undersigned, constituting the incorporators of this corporation,

including the persons named above as the first directors of this corporation, have executed these Articles this 26th day of March, 1976.

David E. Lombardi, Jr.  
David E. Lombardi, Jr.

David E. Lombardi  
David E. Lombardi

Stephen D. Maffini  
Stephen D. Maffini

STATE OF CALIFORNIA

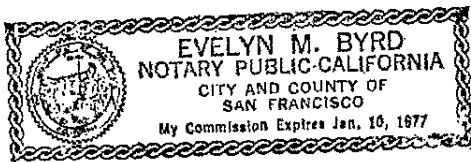
City and County of San Francisco

)  
)  
) SS.

On this 26th day of March, 1976, before me,

Evelyn M. Byrd a Notary Public in and for said  
City and County of San Francisco, residing therein, duly  
commissioned and sworn, personally appeared David E. Lombardi, Jr.,  
David E. Lombardi and Stephen D. Maffini, known to me to be the  
persons whose names are subscribed to the within and foregoing  
instrument, and acknowledged to me that they executed the same.

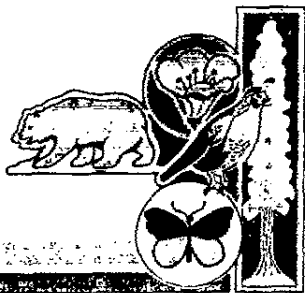
IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal the day and year last above written.



Evelyn M. Byrd  
NOTARY PUBLIC

In and for the City and County of  
San Francisco, State of California

My Commission Expires: 1-10-77



# State of California

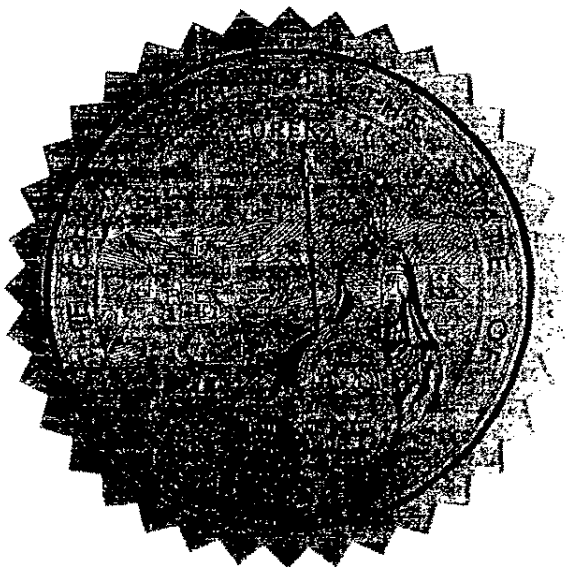
OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

JUN 16 1981



*March Fong Eu*

Secretary of State

**ENDORSED  
FILED**

In the office of the Secretary of State  
of the State of California

**JUN 11 1981**

MARCH FONG EU, Secretary of State  
By JAMES E. HARRIS  
Deputy

**CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
ST. HELENA WINE COMPANY, INC.**

Daniel J. Duckhorn, Margaret Duckhorn certify:

1. That they are the President and Secretary, respectively, of St. Helena Wine Company, Inc., a California corporation.

2. That the Board of Directors of said corporation duly adopted the following resolutions:

RESOLVED, that Article 6 of the Articles of Incorporation of this corporation be amended to read as follows:

The number of directors of this corporation shall be five.

3. That the shareholders of the corporation unanimously adopted said resolution, and the wording of the resolution as adopted by the shareholders is the same as set forth in the Directors' resolution in paragraph 2 above.

4. That the total number of shares voting in favor of the adoption of such resolution is 153,532. The total number of shares entitled to vote on the adoption of such resolution is 153,532.


  
Daniel J. Duckhorn, President

  
Margaret Duckhorn, Secretary

The undersigned declares under penalty of perjury that the matters set forth in the foregoing Certificate of Amendment are true and correct.

Executed at St. Helena, California, on May 16<sup>th</sup>,  
1981.

  
Daniel J. Duckhorn

  
Margaret Duckhorn