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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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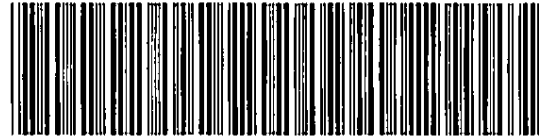
(Business Entity Name)

(Document Number)

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BRANT, REITER, MCCORMICK & JOHNSON, P.A.

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- ATTORNEYS AND COUNSELLORS -

Amy H. Johnson, Esq.  
[ahjohnson@barmjlaw.com](mailto:ahjohnson@barmjlaw.com)

November 13, 2018

Via FedEx

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: Wine Inspired, Inc.**

Dear Sir or Madam:

The enclosed Certificate of Conversion, Articles of Incorporation and fees are submitted to convert Wine Inspired, LLC into Wine Inspired, Inc. in accordance with Section 607.1115, F.S.

Please return all correspondence concerning this matter to:

Rebecca Canales, Paralegal  
Brant Reiter McCormick & Johnson, P.A.  
135 W. Bay Street, Suite 400  
Jacksonville, FL 32202

For further information concerning this matter, please call me at: (904) 366-2384, or by email: [rcanales@barmjlaw.com](mailto:rcanales@barmjlaw.com).

We ask that you please return file-stamped copies in the enclosed, self-addressed, prepaid FedEx envelope.

We appreciate your help in this matter.

Very truly yours,

Rebecca Canales, Paralegal

re  
Enclosures

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STATE OF FLORIDA  
TALLAHASSEE

(4)

**Certificate of Conversion**

For

**"Other Business Entity"**

Into

**Florida Profit Corporation**

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with §607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Wine Inspired, LLC L18- 26017

2. The "Other Business Entity" is a limited liability company first organized, formed or incorporated under the laws of Florida on November 6, 2018, but effective on January 1, 2019.

3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

Wine Inspired, Inc.

4. This Certificate of Conversion shall be effective upon filing with the Secretary of State.
5. This conversion is permitted by Florida law and the conversion complies with the requirements of §607.1115, Florida Statutes, in effecting the conversion.
6. The "Other Business Entity" currently exists on the official records of Florida under which it is currently organized, formed or incorporated.
7. The "Other Business Entity" and the Florida Profit Corporation have obtained the requisite approvals required under Florida law to authorize the conversion hereunder.

Signed this 13 day of November, 2018.

The individuals signing below affirm that the facts stated in this document are true.

Signature:

Kara N. Joseph

Kara N. Joseph, Director  
Wine Inspired, Inc.

Kara N. Joseph, Managing Member

**ARTICLES OF INCORPORATION  
OF  
WINE INSPIRED, INC.**

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**ARTICLE I.  
NAME**

The name of this Corporation is WINE INSPIRED, INC.

**ARTICLE II.  
NATURE OF BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III.  
CAPITAL STOCK**

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

**ARTICLE IV.  
TERM OF EXISTENCE**

This Corporation is to exist perpetually.

**ARTICLE V.  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial street address and mailing address of the principal office is 12892 Bay Plantation Drive, Jacksonville, Florida 32223. The Board of Directors may from time to time move the principal office to any other address in Florida.

**ARTICLE VI.  
DIRECTORS**

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Stockholders.

**ARTICLE VII.  
INITIAL DIRECTORS**

The name and street address of the Corporation's Director is:

Kara N. Joseph  
12892 Bay Plantation Drive  
Jacksonville, Florida 32223

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Shelby County, TN  
CLERK OF COURT

**ARTICLE VIII.  
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Kara N. Joseph  
12892 Bay Plantation Drive  
Jacksonville, Florida 32223

**ARTICLE IX.  
INITIAL REGISTERED OFFICE AND AGENT**

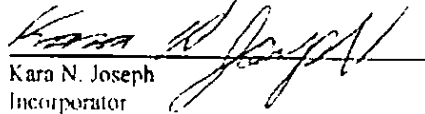
The street address of the initial registered office of this Corporation is 135 West Bay Street, Suite 400, Jacksonville, Florida 32202, and the name of the initial registered agent of this Corporation at that address is Brant, Reiter, McCormick & Johnson, P.A.

**ARTICLE X.  
AMENDMENT**

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a Stockholder herein are granted subject to this reservation.

**ARTICLE XI.  
EFFECTIVE DATE**

The existence of this Corporation shall be effective upon filing.

  
Kara N. Joseph  
Incorporator

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SHELLY  
JACKSONVILLE, FLORIDA  
CLERK OF THE CIRCUIT COURT

**ARTICLE XII.**  
**REGISTERED AGENTS ACCEPTANCE**

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for WINE INSPIRED, INC., a Florida corporation, in accordance with §607.0501, *Florida Statutes*.

BRANT, REITER, MCCORMICK &  
JOHNSON, P.A.

By: Amy H. Johnson, VP  
Amy H. Johnson, Vice President  
Registered Agent

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TALLAHASSEE  
②