

TRANSMITTAL LETTER  
P9500016075

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

SUBJECT: Magnum of Key West Wine  
(Proposed corporate name - must include suffix)

500001414835  
-02/24/95--01065--002  
\*\*\*122.50 \*\*\*122.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☐ \$70.00    ☐ \$78.75    ☒ \$122.50    ☐ \$131.25

FROM:

Marilyn Sommerhoff  
Name (printed or typed)

PO 480503  
Address

Summerland, FL 33042  
City, State & Zip

305-745-1841  
Daytime Telephone number

FILED  
95 FEB 24 PM 2:31  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF

Magnum of Key West Inc

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be:

Magnum of Key West Inc

ARTICLE II - PRINCIPAL OFFICE

The principal place of business shall be:

3637 Eagle Avenue  
(Physical street address)

Key West, FL 33040  
(City, State, and Zip Code)

The mailing address of the Corporation shall be:

3637 Eagle Avenue  
(Street or P.O. Box)

Key West, FL 33040  
(City, State, and Zip Code)

ARTICLE III - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 5,000 shares of common stock with a par value of \$1.00 per share. The Corporation plans to initially issue 500 shares, reserving the balance for subsequent issuance.

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FEB 24 PM 2:31  
CLERK OF DISTRICT COURT  
KEY WEST, FLORIDA

#### ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The following person shall serve as registered agent for the Corporation at the address stated:

**Signature**

3637 Eagle Avenue  
(Street Address)

Joseph Cohen  
Print or Type Name

Key West, FL 33040  
(City, State, and Zip)

**ARTICLE V - INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

IN WITNESS WHEREOF, this is to certify that the undersigned incorporator, who shall also serve as initial director and registered agent, hereby makes, subscribes, acknowledges and files these Articles of Incorporation, in order to form a corporation under the laws of the State of Florida, and hereby accepts designation as registered agent.

(Signature)

Joseph Cohen  
(Name)

INITIAL ADDRESS of  
Corporation  
and Incorporator

3637 Eagle Avenue  
(Street Address)

Key West, FL 33040  
(City, State, & Zip)

STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 17<sup>th</sup>  
day of February, 1995 by Joseph Cohen of  
Magnum of Key West inc, a Florida Coporation, on  
behalf of the corporation. He/she is personally known to me and  
did not take an oath.

LeAnne M. Davern  
NOTARY PUBLIC, STATE OF FLORIDA

LeAnne M. Davern  
(TYPED OR PRINTED NAME)

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP. OCT. 15, 1995  
BONDED THRU GENERAL INS. UND.  
COMM. NO: CC152350

# **CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: Magnum of Key West Inc

2. The name and address of the registered agent and office is:

Joseph Cohen

(Name)

3637 Eagle Avenue

(P.O. Box not acceptable)

Key West, FL 33040

(City/State/Zip)

RECEIVED  
TALLAHASSEE, FLORIDA

55 FEB 24 PM 2:31

FILED

*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.*

  
\_\_\_\_\_  
(Signature)

TRANSMITTAL LETTER

P950000016075

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

SUBJECT: Amendment to Magazine of Key West One  
(Proposed corporate name (must include suffix))

700001627127  
-11/03/95--01004--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☒ 35-  
~~\$78.00~~  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM:

LeAnne Davern

Name (Printed or typed)

Box 420503

Address

Summerland, FL 33042

City, State & Zip

305-745-1841

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles

FILED  
95 DEC -6 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 14, 1995

LEANN DAVERN  
P.O. BOX 420503  
SUMMERLAND, FL 33042

SUBJECT: MAGNUM OF KEY WEST INC.  
Ref. Number: P95000016075

We have received your document for MAGNUM OF KEY WEST INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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 (904) 487-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 195A00050494

FILED

95 DEC -6 PM 2:46

RECEIVED  
FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

95 NOV 29 AM 10:40

DIVISION OF CORPORATIONS

*Tim*  
*Carol*  
*12-6-95*

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**

Magnum of Key West Inc

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: Joseph Cohen resigned as President and registered agent as of 10/1/95. He sold his shares (500) to Eli Dadon who has become President and registered agent and the sole owner of the above corporation. The new address of the corporation shall be 3010 Sterling Road, Hollywood, FL 33021.

See ex "a" -

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: 10/1/95

**FOURTH:** Adoption of Amendment(s) (check one)

- ☒ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

*[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]*

The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_  
(voting group)

(continued)

FILED  
95 DEC -6 PM 2:46  
CLERK OF STATE  
TALLAHASSEE, FLORIDA



**CERTIFICATE OF DESIGNATION REGISTERED  
AGENT/REGISTERED OFFICE**

Ex a.

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: Magnum of Key West Inc  
(must include suffix)

2. The name and address of the registered agent and office is:

Eli Dadon

(Name)

3010 Sterling Rd.

(Street address - P. O. Box not acceptable)

Hollywood, FL 33021

(City/State/Zip)

*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 perfor-  
mance of my duties, and I am familiar with and accept the obligations of my position  
as registered agent.*

  
(Signature)

✓ 11.21.95  
(Date)

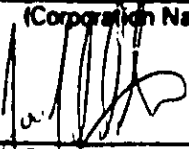
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 DEC -6 PM 2:46

FILED

Signed this 30 day of October, 19, 95.

Magnum of Key West, Inc  
(Corporation Name)

By   
(Chairman or Vice Chairman of the Board of Directors, President or  
other officer if adopted by the shareholders)  
(A director or incorporator if adopted by the directors or incorporators)

Joseph Cohen  
(Typed or printed name)

President  
(Title)

**FILED**  
95 DEC -6 PM 2:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA