

P960000154576

LAW OFFICES OF  
LLOYD T. ASBURY  
SUITE 100  
214 N. CLAY STREET  
JACKSONVILLE, FLORIDA 32202  
TELEPHONE (904) 353-2500

LLOYD T. ASBURY  
ROBERT N. MILLER

June 24, 1996

FAX (904) 353-7025

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

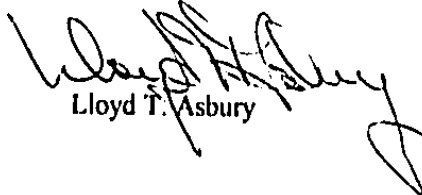
Re: House of Bacchus Imports & Distribution, Inc.

Dear Sir:

800001886398  
-07/08/96--01039--012  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Enclosed please find an original and one copy of Articles of Incorporation for House of Bacchus Imports & Distribution, Inc. along with our check in the amount of \$122.50. Please file and return a certified copy to our office. Please note that this corporation is to become effective June 24, 1996.

Sincerely,

  
Lloyd T. Asbury

LTA:ahc  
Enclosures

FILED  
95 JUN 25 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

62696  
TD

ARTICLES OF INCORPORATION  
OF  
HOUSE OF BACCHUS IMPORTS & DISTRIBUTION, INC.

FILED  
96 JUN 25 PM 3:50  
CLERK OF COURT  
JACKSONVILLE, FLORIDA

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

ARTICLE I NAME

The name of this corporation shall be:

HOUSE OF BACCHUS IMPORTS & DISTRIBUTION, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

12041 Beach Boulevard, Unit #7  
Jacksonville, Florida 32246

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Lloyd T. Asbury  
12041 Beach Boulevard, Unit #7  
Jacksonville, Florida 32246

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Lloyd T. Asbury  
12041 Beach Boulevard, Unit #7  
Jacksonville, Florida 32246

#### ARTICLE VI NATURE OF BUSINESS

This corporation is organized for the purpose of importing and distributing beer, wine and other products and any other activity or business permitted under the laws of the United States or this State.

#### ARTICLE VII COMMENCEMENT AND DURATION

Corporate existence shall commence June 24, 1996 and the corporation shall exist perpetually.

#### ARTICLE VIII DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one. The name and address of the initial director is:

Lloyd T. Asbury  
12041 Beach Boulevard, Unit #7  
Jacksonville, Florida 32246

The undersigned has executed these Articles of Incorporation this 24TH day of June, 1996.

  
LLOYD T. ASBURY

**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, HOUSE OF BACCHUS IMPORTS & DISTRIBUTION, INC., desiring to be organized as a corporation under the laws of the state of Florida, here designates the following registered agent and registered office:

Lloyd T. Asbury  
12041 Beach Boulevard, Unit #7  
Jacksonville, Florida 32246


Dated this 24th day of June, 1996.

FILED  
96 JUN 25 PM 3:50  
TALLAHASSEE, FLORIDA

  
LLOYD T. ASBURY

HAVING BEEN NAMED AS REGISTERED AGENT 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.

Dated this 24th day of June, 1996.

  
LLOYD T. ASBURY

P96000054576

NEW OFFICES OF  
LLOYD T. ASBURY  
SUITE 100  
214 N. CLAY STREET  
JACKSONVILLE, FLORIDA 32202  
TELEPHONE (904) 353-2500

LLOYD T. ASBURY  
ROBERT N. MILLEN

November 21, 1996

FAX (904) 353-7685

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

500002015075--6  
-11/26/96--01152--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: House of Bacchus Imports & Distribution, Inc.

Dear Sir:

Enclosed please find an original and one copy of Articles of Amendment for House of Bacchus Imports & Distribution, Inc. along with our check in the amount of \$87.50. Please file and return a certified copy to our office.

Sincerely,

  
Lloyd T. Asbury

LTA:sw

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC 13 AM 11:34

nc

DEC 13 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 4, 1996

LLOYD T. ASBURY, ESQ.  
SUITE 100  
214 N. CLAY STREET  
JACKSONVILLE, FL 32202

SUBJECT: HOUSE OF BACCHUS IMPORTS & DISTRIBUTION, INC.  
Ref. Number: P96000054576

We have received your document for HOUSE OF BACCHUS IMPORTS & DISTRIBUTION, INC. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 196A00054327

RECEIVED  
96 DEC 13 AM 11:30  
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
HOUSE OF BACCHUS IMPORTS & DISTRIBUTION, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC 13 AM 11:34

WHEREAS, the Articles of Incorporation of HOUSE OF BACCHUS IMPORTS & DISTRIBUTION, INC. were approved by and filed with the Corporation Division, Secretary of State's office on June 25, 1996, effective June 24, 1996, and Document Number P6000054576 was duly issued thereto, and

WHEREAS, it is now the desire of the stockholder and director of said corporation to change the name of said corporation by amending Article I of the Articles of Incorporation.

**WITNESSETH:**

1. Article I of the Articles of Incorporation of HOUSE OF BACCHUS IMPORTS & DISTRIBUTION, INC. is amended to read as follows:

**ARTICLE I**

**NAME**

The name of this corporation shall be:

~~SUTTON GROUP, INC.~~  
SUTTON GROUP IMPORTS, INC.

2. The foregoing amendment was adopted by the stockholder and director of this corporation on the 20<sup>th</sup> day of November, 1996; to be effective on the date filed with the Secretary of State's office.

IN WITNESS WHEREOF, the undersigned president of this corporation has executed these Articles of Amendment on the 20<sup>th</sup> day of November, 1996.

  
CHARLES E. COOK