

P98000072239

STEEL HECTOR & DAVIS LLP

Requestor's Name

215 SOUTH MONROE ST./SUITE 601

Address

TALLAHASSEE 32301 222-2300

City/State/Zip Phone #

8/14/98 CONTACT: ELIZABETH

FILED

98 AUG 18 AM 8:39

SECRETARY OF STATE
Office Use Only
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. THE WINE COMPANY (Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #) 100002616991-0

-08/14/98--01009--023

****122.50 ****122.50

3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 3:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

XX Profit

NonProfit

Limited Liability

Domestication

Other

AMENDMENTS

Amendment

Resignation of R.A., Officer/ Director

Change of Registered Agent

Dissolution/Withdrawal

Merger

ARTICLES OF INCORPORATION

OTHER FILINGS

Annual Report

Fictitious Name

Name Reservation

**REGISTRATION
QUALIFICATION**

Foreign

Limited Partnership

Reinstatement

Trademark

Other

Examiner's Initials

P. Hall

AUG 19 1998

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
98 AUG 14 10:00



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 14, 1998

STEEL HECTOR & DAVIS LLP
215 S MONROE ST/SUITE 601
TALLAHASSEE, FL 32301

SUBJECT: THE WINE COMPANY
Ref. Number: W98000018553

We have received your document for THE WINE COMPANY and check(s) totaling \$122.50. 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 a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 898A00042311

STEEL ■
HECTOR
& DAVIS

Steel Hector & Davis LLP
200 South Biscayne Boulevard
Miami, Florida 33131-2398
305.577.7000
305.577.7001 Fax

August 14, 1998

Thomas R. McGuigan, P.A.
305.577.2850

HAND DELIVERED

Ms. Karon Beyer
Florida Department of State-
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: **The Wine Company**

Dear Ms. Beyer:

We write you in reference to the Articles of Incorporation of the above-referenced company, which Articles of Incorporation were submitted to you for filing August 14, 1998.

Please be advised that, pursuant to our firm's discussion with your office, we are aware of the similarity of the name proposed for the company, The Wine Company, and that of another company, Los Vinos Corporation (The Wines Corporation), which information was brought to our attention by the Division of Corporations. However, it is our client's contention that these names are distinguishable, and our client has determined that it shall proceed with the incorporation of The Wine Company.

On behalf of our client, please be advised that the State of Florida Division of Corporations shall not be held liable should a problem or problems arise in the future regarding our client's decision to proceed with this incorporation.

If you have any questions or require addition information, please contact me immediately. We very much appreciate your assistance and cooperation in this matter.

Sincerely yours,



Thomas R. McGuigan, P.A.

TRM/dek



**ARTICLES OF INCORPORATION
OF
THE WINE COMPANY**

FILED
98 AUG 18 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is The Wine Company (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 10,000 shares of Common Stock, par value \$.01 per share.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Corporation cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is, 200 South Biscayne Boulevard, #4874, Miami, Florida 33131 and the name of the initial registered agent of the Corporation at that address is Peninsula Registered Agents, Inc.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is c/o 200 South Biscayne Boulevard, 41st Floor, Miami, Florida 33131.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Thomas R. McGuigan, P.A., 200 South Biscayne Boulevard, Suite 4000, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of August, 1998.

Thomas R. McGuigan, P.A.

By: Thomas R. McGuigan
Thomas R. McGuigan, President

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

98 AUG 18 AM 8:39

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

W I T N E S S E I H:

The Wine Company, desiring to organize under the laws of the State of Florida, has named Peninsula Registered Agents, Inc., located at 200 South Biscayne Boulevard, #4874, Miami, Florida 33131 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 12th day of August, 1998.

PENINSULA REGISTERED AGENTS, INC.

By: 
Debra Kirschner, Vice President