

STATE OF ALABAMA)
)
SHELBY COUNTY)

ARTICLES OF ORGANIZATION

OF

INTERVESTON WINES, LLC

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama (1975), as amended (the "Alabama Limited Liability Company Act"), hereby file the following Articles of Organization with the Probate Judge of Jefferson County and affirm that the facts stated in these Articles of Organization are true and correct:

ARTICLE I

NAME OF COMPANY: The name of the limited liability company is (the "Company").**INTERVESTON WINES, LLC.**

ARTICLE II

DURATION: The period of duration of the Company shall be from the date of filing of these Articles of Organization with the Office of the Judge of Probate for Shelby County, Alabama until the first to occur of the following:

- (1) The duration of the company shall be in perpetuity, or
- (2) Dissolution of the Company pursuant to the laws of the State of Alabama or the Operating Agreement of the Company, as in effect from time to time.

ARTICLE III

PURPOSES: The purposes for which the Company is organized are:

- (1) to engage in the general business of the sale and marketing of wine and wine related products on a wholesale and retail basis.

(2) to engage in any lawful business or activity relating thereto; and

(3) to engage in any lawful act or activity for which corporations may be organized under the Alabama Limited Liability Company Act.

Additionally, the Company shall have all the powers vested in a limited liability company organized and existing by virtue of the laws of the State of Alabama.

ARTICLE IV

REGISTERED OFFICE AND AGENT FOR SERVICE OF PROCESS: The location and mailing address of the initial registered office of the Company shall be The initial registered agent for service of process at the foregoing address shall be :

Werner H. Beiersdoerfer 101 Carrington Lane, Suite 100, Calera, AL 35040

ARTICLE V

INITIAL MEMBERS: The names and mailing addresses of the initial members of the Company are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Werner H. Beiersdoerfer	101 Carrington Lane, Suite 100 Calera, AL 35040
Danny O. Meadows	1905 St. Ives Drive Hoover, AL 35242

ARTICLE VI

ADDITIONAL MEMBERS: Additional members may be admitted but only upon the unanimous written consent of the then existing members.

ARTICLE VII

CONTINUITY OF BUSINESS: Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution, or dissociation of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the written consent of all the remaining members



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of the Company within 90 days after the occurrence of the terminating event.

ARTICLE VIII

MANAGEMENT: The Company shall be managed by a manager or managers. The names and mailing addresses of the managers who are to serve as managers until the first annual meeting of the members or until their successors are duly elected and qualified are as follows:

NAME

MAILING ADDRESS

Werner H. Beiersdoerfer

101 Carrington Lane, Suite 100
Calera, AL 35040

Danny O. Meadows

1905 St. Ives Drive
Hoover, AL 35242

ARTICLE IX

NO LIABILITY: The members of the Company shall have no liability for any debt, obligation, or liability of the Company, as provided in the Alabama Limited Liability Company Act.


ARTICLE X

PRINCIPAL PLACE OF BUSINESS: The principal place of business in the State of Alabama for the Company is 101 Carrington Lane, Calera, AL 35040.

IN WITNESS WHEREOF, the undersigned, constituting all the members of the Company, have executed these Articles of Organization this the 21 day of March, 2008.


Werner H. Beiersdoerfer


Danny O. Meadows


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