

**FIRST AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
GETSMINE, INC.,
an Alabama Subchapter S Corporation**

Pursuant to the applicable provisions of the Code of Alabama (1975, as amended), the undersigned hereby adopts the following First Amended and Restated Articles of Organization:

ARTICLE I

Name

The name of the Company is **GETSMINE, INC.** (the “Company”).

ARTICLE II

Duration

The Company shall have a duration from the date of its original organization, January 1, 2012, until perpetuity, unless it is dissolved and its affairs wound up prior to that date in accordance with the provisions of the Alabama Code section 10-2B-2.05, *et seq.* (the “Law”).

ARTICLE III

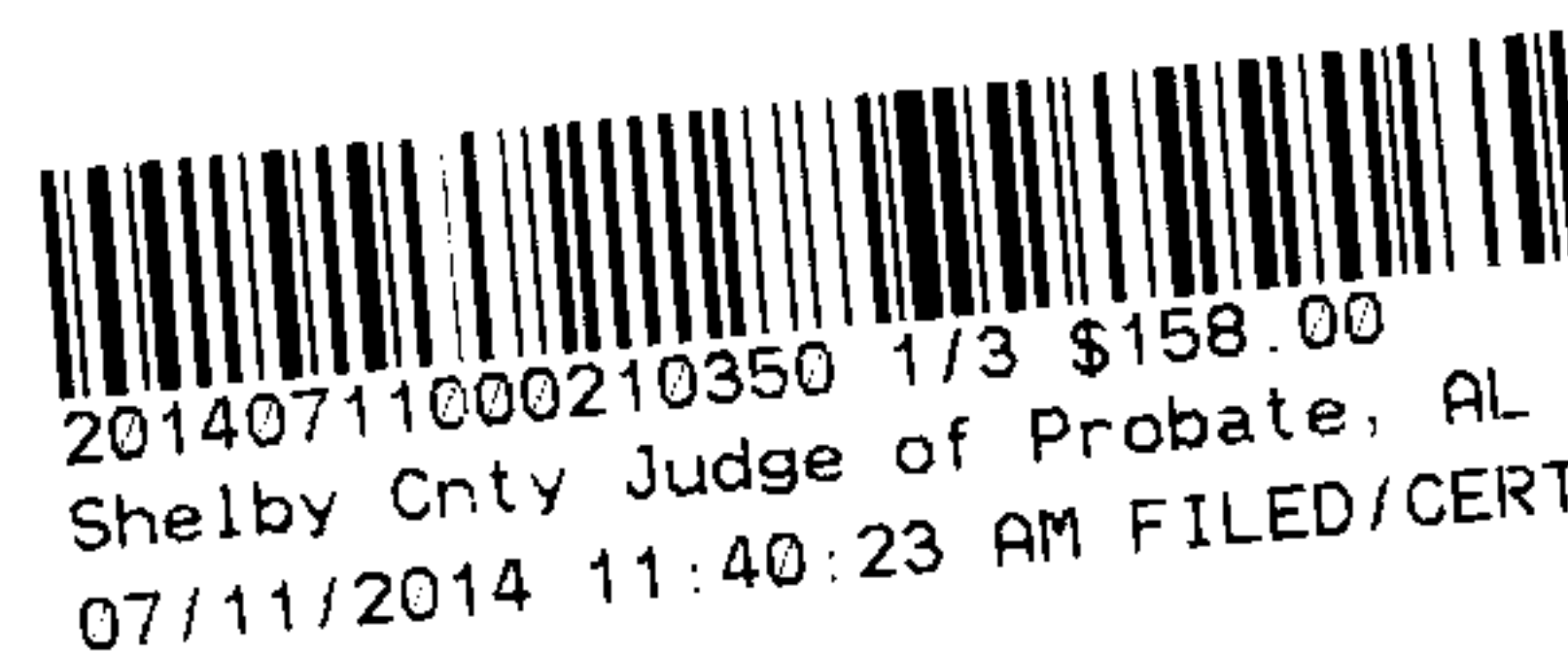
Purposes

The purposes for which the Company is formed is to provide for the outside sale and distribution of alcoholic beverages, but the Company may engage in any other lawful act or activity for which limited subchapter S incorporated companies may be organized pursuant to the Law.

ARTICLE IV

Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be 253 Windchase Drive, Birmingham, Alabama 35242, and the Company may be served with process at its initial office. The Company’s registered agent at such address shall be Joseph Rueschenberg.



ARTICLE V
Initial Members (and Organizer)

The names and addresses of the members shall be is:

Joseph P. Rueschenberg	253 Windchase Drive, Birmingham, Alabama 35242;
Jennifer M. Rueschenberg	253 Windchase Drive, Birmingham, Alabama 35242.

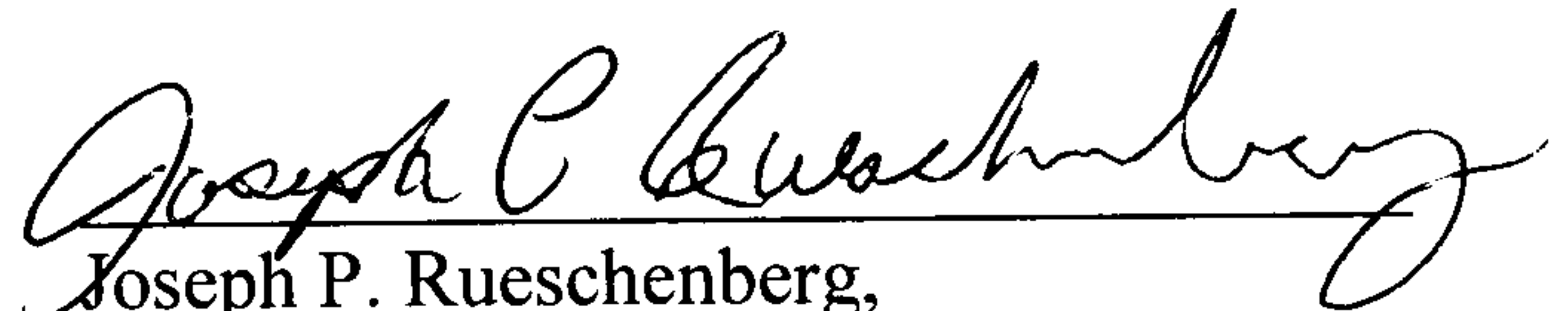
ARTICLE VI
Admission of Additional Members

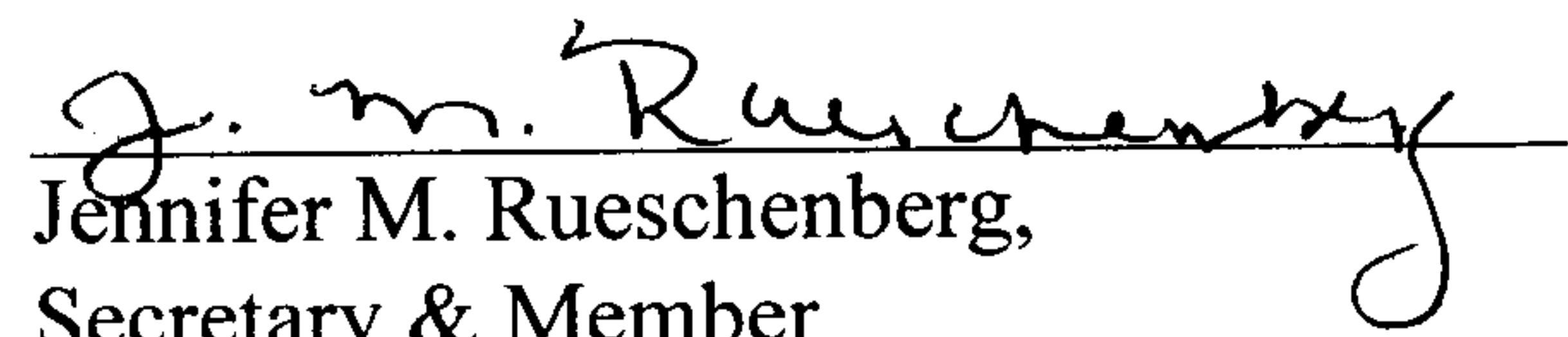
Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

ARTICLE VII
Cessation of Membership

The cessation of membership of one or more members will not result in the dissolution of the Company.


IN WITNESS WHEREOF, these Articles have been amended, restated and subscribed as of the ____ day of June, 2014 by the undersigned organizer.


Joseph P. Rueschenberg,
President, Chief Executive Officer,
Member & Organizer



Jennifer M. Rueschenberg,
Secretary & Member

This instrument prepared by:

Andrew C. Allen
BURKE HARVEY, LLC
One Highland Place
2151 Highland Avenue, Suite 120


20140711000210350 2/3 \$158.00
Shelby Cnty Judge of Probate, AL
07/11/2014 11:40:23 AM FILED/CERT

Birmingham, Alabama 35205
Telephone: (205) 747-1903



20140711C00210350 3/3 \$158.00
Shelby Cnty Judge of Probate: AL
07/11/2014 11:40:23 AM FILED/CERT