

B99 000000342

**South End Station Limited Partnership
266 West Coleman Blvd., Suite 205
Mt. Pleasant, SC 29464**

September 3, 1999

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

90002983555-9
-09/10/99--01038--016
****236.25 ****148.75

To Whom It May Concern:


Please be informed to send the acknowledgment for the application to:

Angel J. Mejia
266 West Coleman Blvd., Suite 205
Mt. Pleasant, SC 29464
(843) 813-1692

4

Thank you, for all of your cooperation and if you have any other questions please call me at the above number.

Sincerely,


Angel J. Mejia

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 SEP 10 AM 10:29

hsk 9/10/99
B990000034

RECEIVED
99 SEP 10 AM 10:29
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. South End Station Limited Partnership
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida must contain the word "LIMITED" or "LTD.")

3. North Carolina
(State of Formation)

4. June 3, 1994
(Date of Formation)

5. Angel J. Mejia
(Name of Registered Agent for Service of Process)

6. 2 W. Independent Drive, Suite 176
(Street Address of Registered Office)

Jacksonville, Florida 32202
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

Angel Mejia
(Agent must sign on this line)

8. 266 West Coleman Blvd., Suite 205
Mt. Pleasant, SC 29464
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>Carolina Brewing Group, Inc.</u>	<u>266 West Coleman Blvd., Suite 205</u> <u>Mt. Pleasant, SC 29464</u>
<u>F99000604680</u>	

10. 266 West Coleman Blvd., Suite 205, Mt. Pleasant, SC 29464
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

FILED STATE
SECRETARY OF CORPORATIONS
99 SEP 10 AM 10:29

12. South End Station Limited Partnership
266 West Coleman Blvd., Suite 205
Mt. Pleasant, SC 29464

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 31st day of August, 19 99
Carolina Brewing Group, Inc.
[Signature] TREASURER
General Partner

STATE OF South Carolina

COUNTY OF Charleston

On this 31st day of August, 19 99

James Keith Jones personally appeared before me,

who is personally known to me

whose identity I proved on the basis of South Carolina Drivers License
007914037

[Signature]
(Notary Public Signature)

DIANNE G. LORENZ
(Notary's Printed Name)

Seal My Commission Expires My Commission Expires
March 2, 2009

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 10 AM 10:29

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared James Keith Jones
a general partner of South End Station Limited Partnership, a (an) North Carolina
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 0.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 31st day of August, 19 99.

[Signature] TREASURER
General Partner
Carolina Brewing Group, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 10 AM 10:29

STATE OF South Carolina
COUNTY OF Charleston

On this 31st day of August, 19 99,

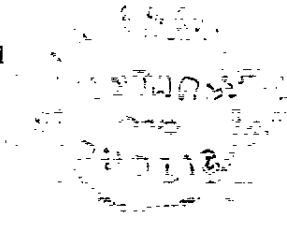
James Keith Jones, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of South Carolina Drivers License
#007914037

[Signature]
(Notary Public Signature)

DIANNE G LORENZ
(Notary's Printed Name)

Seal



My Commission Expires:
My Commission Expires
March 2, 2009