

F96000003134

Graham & James LLP / Ridell Williams

Northwest
Practice of
Graham & James LLP
A California Registered
Limited Liability Partnership
Including Professional
Corporations

June 13, 1996

VIA AIRBORNE EXPRESS

Director Of Florida's
Secretary of State's Office
State Capitol Plaza, LV2
Tallahassee, FL 32399-0250

Attorneys
1001 Fourth Avenue Plaza
Suite 4610
Seattle, WA
98154-1005
Tel (206) 924 3000
Fax (206) 389 1700

Direct Tel
00001876290
-06/26/96--01074--007
*****70.00 *****70.00

Re: Redhook Ale Brewery, Incorporated
Florida Foreign Qualification

Ladies/Gentlemen:

Enclosed in duplicate is the State of Florida Application by Foreign Corporation for Authorization to Transact Business in Florida of Redhook Ale Brewery, Incorporated, which we would appreciate your filing. Also, enclosed is the State of Washington Certificate of Existence/Authorization of Redhook Ale Brewery, Incorporated, along with our check in the amount of \$70.00 to cover the filing fee.

Please return a conformed copy of the Application to the undersigned; a self-addressed, stamped envelope is enclosed for your convenience.

Please contact our office if you should have any questions, concerns or comments about this request. Thank you.

Very truly yours,

Sheryl Peterman

Sheryl Peterman
Legal Assistant
for
GRAHAM & JAMES LLP/RIDDELL WILLIAMS P.S.

SAP:sap
Enclosures

Graham & James LLP
Los Angeles
Newport Beach
New York
Palo Alto
Sacramento
San Francisco
Seattle
Washington, DC
96 JUN 20 PM 4:12
SECRETARY OF STATE
FILED
Birmingham
Bangkok
Beijing
Buenos Aires
Cairo
Chicago
Dallas
Denver
Detroit
Frankfurt
Geneva
Hankou
Hong Kong
London
Lyons
Madrid
Manila
Miami
Mexico City
Minneapolis
Moscow
New Delhi
New York
Osaka
Paris
Philadelphia
Portland
San Francisco
Singapore
Tampa
Tokyo
Washington, DC
Zurich

Affiliated Offices
Berlin
Brussels
Bucharest
Frankfurt
Hamburg
Leipzig
Munich
Prague
Mexico City
Jeddah
Kuwait
Riyadh

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

- 1. Redhook Ale Brewery, Incorporated
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
- 2. Washington
(State or country under the law of which it is incorporated)
- 3. 91-1141254
(FEI number, if applicable)
- 4. May 4, 1981
(Date of incorporation)
- 5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
- 6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))
- 7. 3400 Phinney Avenue N., Seattle, Washington 98103

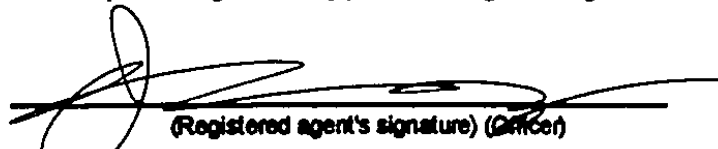
(Current mailing address)
- 8. The purpose of the corporation is to brew and distribute malt beverages.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 20 PM 4:12

9. Name and street address of Florida registered agent:

Name: C T CORPORATION SYSTEM
Office Address: 1200 S. Pine Island Road
PLANTATION, Florida, 33324
(Zip Code)

10. Registered agent acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.



(Registered agent's signature) (Officer)

Jack Caskey, Assistant Vice President
(Type Name and Title of Officer)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS See Attached Listing.

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS See Attached Listing.

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 20 PM 4:12

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Douglas A. Raff*
(Signature of Chairman, Vice Chairman or any officer listed in number 12 of the application)

14. Douglas A. Raff, Secretary
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 20 PM 4:12

Redhook Ale Brewery, Incorporated
and its Wholly-Owned Subsidiary, Redhook of New Hampshire, Inc.
FILED Listing of Officers and Directors of the Corporation
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 20 PM 1:13

Paul S. Stephens	President Chief Executive Officer Director	Redhook Ale Brewery 3400 Phinney Avenue N. Seattle, WA 98103	6209 7th SE Mercer Island, WA 98040	186-38-3073
David J. Nicholson	Executive Vice President Chief Operating Officer	Redhook Ale Brewery 3400 Phinney Avenue N. Seattle, WA 98103	23612 24 Dth SE Bothell, WA 98021	535-70-8210
Bradley A. Berg	Executive Vice President Chief Financial Officer	Redhook Ale Brewery 3400 Phinney Avenue N. Seattle, WA 98103	23306 SE 16th Place Burien, WA 98027	481-78-6982
Allen Triplett	Vice President, Brewing	Redhook Ale Brewery 35 Corporate Drive Portsmouth, NH 03801	39 Cedar Road, 6A Ply, NH 03870	526-70-0961
Frances J. Hendry	Vice President, Marketing	Redhook Ale Brewery 3400 Phinney Avenue N. Seattle, WA 98103	3111 95th NW Seattle, WA 98117	046-38-8342
Stanford C. Bessick	Vice President, Sales	Redhook Ale Brewery 3400 Phinney Avenue N. Seattle, WA 98103	4737 37th Avenue SW Seattle, WA 98128	096-40-7247
David H. Erbe	Controller Treasurer	Redhook Ale Brewery 3400 Phinney Avenue N. Seattle, WA 98103	1101 58th Avenue Seattle, WA 98122	532-64-8671
Douglas A. Ruff	Secretary	Orsten & James / Richard Williams 1001 4th Avenue Plaza Suite 4400 Seattle, WA 98154	411 West Cornstock Seattle, WA 98119	518-40-7807

FLORIDA

CONSENT TO APPOINTMENT AS REGISTERED AGENT

C T CORPORATION SYSTEM having been designated to act as registered agent hereby agrees to act in this capacity for the following corporation:

Redhook Ale Brewery, Incorporated

C T CORPORATION SYSTEM

May 29, 1996

date


Jack Caskey, Jr., Asst. V.P.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 20 PM 4: 12

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,

hereby issue this certificate that according to the records on file in this office,

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

REDHOOK ALE BREWERY, INCORPORATED

I FURTHER CERTIFY that the records on file in this office show that the

above named profit corporation was formed under the laws of the

State of Washington and was issued a certificate of incorporation

in Washington on May 4, 1981.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution

has been filed, and that the corporation is duly authorized to

transact business in the corporate form in the State of Washington.

96 JUN 20 PM 4: 12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



Date: May 29, 1996

Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital

RALPH MUNRO

Ralph Munro, Secretary of State

L. Tornov