

**FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00**

**FILED**  
**May 13 1997 8:00am**  
**Secretary of State**

|  |   |   |
|--|---|---|
| PROFIT CORPORATION<br>ANNUAL REPORT<br><b>1997</b> |  | FLORIDA DEPARTMENT OF STATE<br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|--|---|---|

**DOCUMENT # F96000003134 (1)**

1. Corporation Name  
**REDHOOK ALE BREWERY, INCORPORATED**



|   |  |
|---|--|
| Principal Place of Business<br><b>3400 PHINNEY AVENUE N<br/>                 SEATTLE WA 98103</b> | Mailing Address<br><b>3400 PHINNEY AVENUE N<br/>                 SEATTLE WA 98103-8624</b> |
|---|--|

|  |  |
|--|--|
| 3. Date Incorporated or Qualified<br><b>06/20/1996</b>   | 3a. Date of Last Report<br><b>N/A</b>                  |
| 4. FEI Number<br><b>91-1141254</b>   | Applied For<br><input type="checkbox"/> Not Applicable |
| 5. Certificate of Status Desired<br><input type="checkbox"/>   | <b>\$8.75</b> Additional Fee Required                  |
| 6. Election Campaign Financing Trust Fund Contribution<br><input type="checkbox"/>   | <b>\$5.00</b> May Be Added to Fees                     |
| 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes<br><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |  |

|   |  |
|---|--|
| 2. Principal Place of Business<br>21 Suite, Apt. #, etc.<br>22 City & State<br>23 Zip Country | 2a. Mailing Address<br>26 Suite, Apt. #, etc.<br>27 City & State<br>28 Zip Country |
|---|--|

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM  
 1200 SOUTH PINE ISLAND ROAD  
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name  
 82 Street Address (P.O. Box Number is Not Acceptable)  
 83  
 84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

|                 |                                 |                                 |
|-----------------|---------------------------------|---------------------------------|
| TITLE           | PD                              | <input type="checkbox"/> DELETE |
| NAME            | SHIPMAN, PAUL S                 |                                 |
| STREET ADDRESS  | 3400 PHINNEY AVENUE N           |                                 |
| CITY - ST - ZIP | SEATTLE WA                      |                                 |
| TITLE           | V                               | <input type="checkbox"/> DELETE |
| NAME            | MICKELSON, DAVID J              |                                 |
| STREET ADDRESS  | 3400 PHINNEY AVENUE N           |                                 |
| CITY - ST - ZIP | SEATTLE WA                      |                                 |
| TITLE           | V                               | <input type="checkbox"/> DELETE |
| NAME            | BERG, BRADLEY A                 |                                 |
| STREET ADDRESS  | 3400 PHINNEY AVENUE N           |                                 |
| CITY - ST - ZIP | SEATTLE WA                      |                                 |
| TITLE           | V                               | <input type="checkbox"/> DELETE |
| NAME            | TRIPLETT, ALLEN                 |                                 |
| STREET ADDRESS  | 35 CORPORATE DRIVE              |                                 |
| CITY - ST - ZIP | PORTSMOUTH NH                   |                                 |
| TITLE           | S                               | <input type="checkbox"/> DELETE |
| NAME            | RAFF, DOUGLASS A                |                                 |
| STREET ADDRESS  | 1001 4TH AVENUE PLAZA, STE 4400 |                                 |
| CITY - ST - ZIP | SEATTLE WA                      |                                 |
| TITLE           | T                               | <input type="checkbox"/> DELETE |
| NAME            | KIRSKIE, DAVID H                |                                 |
| STREET ADDRESS  | 34 PHINNEY AVENUE N             |                                 |
| CITY - ST - ZIP | SEATTLE WA                      |                                 |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

|                     |  |
|---------------------|--|
| 1.1 TITLE           | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| 1.2 NAME            |  |
| 1.3 STREET ADDRESS  |  |
| 1.4 CITY - ST - ZIP |  |
| 2.1 TITLE           | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 2.2 NAME            |  |
| 2.3 STREET ADDRESS  |  |
| 2.4 CITY - ST - ZIP |  |
| 3.1 TITLE           | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 3.2 NAME            |  |
| 3.3 STREET ADDRESS  |  |
| 3.4 CITY - ST - ZIP |  |
| 4.1 TITLE           | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 4.2 NAME            |  |
| 4.3 STREET ADDRESS  |  |
| 4.4 CITY - ST - ZIP |  |
| 5.1 TITLE           | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 5.2 NAME            |  |
| 5.3 STREET ADDRESS  |  |
| 5.4 CITY - ST - ZIP |  |
| 6.1 TITLE           | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 6.2 NAME            |  |
| 6.3 STREET ADDRESS  |  |
| 6.4 CITY - ST - ZIP |  |

PLEASE SEE ATTACHED TWO PAGES FOR ADDITIONAL OFFICERS + DIRECTORS

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *David H. Kirske* **RECEIVED** 4-24-97 206-548-8000  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

**Redhook Ale Brewery, Incorporated**  
**Listing of Officers and Directors of the Corporation**

|                         |                 |   |  |
|-------------------------|-----------------|---|--|
| <b>Gordon Bowler</b>    | <b>Director</b> | 3261 Padua Lane W.<br>Seattle, WA 98199   | 3261 Padua Lane W.<br>Seattle, WA 98199        |
| <b>Deanis Weston</b>    | <b>Director</b> | Fulke Capital Management<br>11400 SE 6th Street, #230<br>Bellevue, WA 98004     | 26305 NE 24th Street<br>Redmond, WA 98053      |
| <b>Frank Cleasnet</b>   | <b>Director</b> | Pathe Webber, Inc.<br>1201 Third Avenue Bldg<br>Suite 2400<br>Seattle, WA 98101 | 3701 E. Merion Avenue<br>Seattle, WA 98122     |
| <b>Jerry Jones</b>      | <b>Director</b> | P.O. Box 5570<br>30 Beachmark Road<br>Avon, CO 81620                            | 115 Aspen Ridge Lane<br>Edward, CO 81632       |
| <b>David R. English</b> | <b>Director</b> | Anheuser-Busch Co.<br>One Busch Plaza<br>St. Louis, MO 63118-1852               | 10601 Deerpath Acres Ct<br>St. Louis, MO 63128 |
| <b>John T. Carleton</b> | <b>Director</b> | Benaroya Companies<br>1001 Fourth Avenue<br>Suite 4700<br>Seattle, WA 98154     | 18123 Village Park Dr NW<br>Issaquah, WA 98027 |
| <b>Bruce Sandison</b>   | <b>Director</b> | Anheuser-Busch Co.<br>One Busch Plaza 181-5<br>St. Louis, MO 63118-1852         | 825 Burgundy Ln<br>Manchester, MO 63011        |
| <b>Wesley Walker</b>    | <b>Director</b> | 490 5th Avenue N.<br>Seattle, WA 98109  | The Highlands<br>Seattle, WA 98177             |

NE 13

**Redhook Ale Brewery, Incorporated**  
**Listing of Officers and Directors of the Corporation**

|                           |   |  |   |
|---------------------------|---|--|---|
| <b>Paul S. Shipman</b>    | <b>President<br/>Chief Executive Officer<br/>Director</b>   | <b>Redhook Ale Brewery<br/>3400 Phinney Avenue N.<br/>Seattle, WA 98103</b>                                    | <b>6059 78th SE<br/>Mercer Island, WA 98040</b>   |
| <b>David J. Mackelson</b> | <b>Executive Vice President<br/>Chief Operating Officer</b> | <b>Redhook Ale Brewery<br/>3400 Phinney Avenue N.<br/>Seattle, WA 98103</b>                                    | <b>23912 24 Drive SE<br/>Bothell, WA 98021</b>    |
| <b>Bradley A. Berg</b>    | <b>Executive Vice President<br/>Chief Financial Officer</b> | <b>Redhook Ale Brewery<br/>3400 Phinney Avenue N.<br/>Seattle, WA 98103</b>                                    | <b>23305 SE 16th Place<br/>Issaquah, WA 98027</b> |
| <b>Allen Triplett</b>     | <b>Vice President, Brewing</b>                              | <b>Redhook Ale Brewery<br/>35 Corporate Drive<br/>Portsmouth, NH 03801</b>                                     | <b>39 Cable Road, #A<br/>Rye, NH 03870</b>        |
| <b>Pamela J. Hinckley</b> | <b>Vice President, Marketing</b>                            | <b>Redhook Ale Brewery<br/>3400 Phinney Avenue N.<br/>Seattle, WA 98103</b>                                    | <b>3111 95th NW<br/>Seattle, WA 98117</b>         |
| <b>David H. Kirske</b>    | <b>Controller<br/>Treasurer</b>                             | <b>Redhook Ale Brewery<br/>3400 Phinney Avenue N.<br/>Seattle, WA 98103</b>                                    | <b>1101 35th Avenue<br/>Seattle, WA 98122</b>     |
| <b>Douglass A. Raff</b>   | <b>Secretary</b>  | <b>Graham &amp; James /<br/>Rudell Williams<br/>1001 4th Avenue Plaza<br/>Suite 4400<br/>Seattle, WA 98154</b> | <b>411 West Cornsack<br/>Seattle, WA 98119</b>    |

NECO