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FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
CONTACT: RAY STORMONT PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: BEVERAGES & MORE, INC.  
AUDIT NUMBER.....H96000014499  
DOC TYPE.....FOREIGN PROFIT QUALIFICATION  
CERT. OF STATUS..0 PAGES..... 4  
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EMPIRE CORPORATE KIT

P.81/85



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

October 16, 1996

**NANCY TERMINELLO, ESQ.**  
2700 SW 37TH AVENUE  
MIAMI, FL 33133

**SUBJECT: BEVERAGES & MORE, INC.**  
**REF: W96000022002**

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We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please be advised that this office requires that a foreign corporation submit a certificate of existence (good standing) issued from the Secretary of State of Delaware, not the certificate you submitted.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6097.

**Michael Mays**  
Document Specialist

**FAX Aud. #: H96000014499**  
**Letter Number: 496A00047491**

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

**H 96 00 00 1 4 4 9 9**

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

1. BEVERAGES A MORE, INC.  
(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. DELAWARE 3. 68-0319504  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 11, 1994 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. October, 1996  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.153, F.S.))

7. BEVERAGES A MORE, INC.  
1470 EneQ Circle, Suite 1600, Concord, CA 94520  
(Current mailing address)

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8. To engage in any lawful activity  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: SY Chadroff, Esq.  
SY CHADROFF, P.A.  
Office Address: 2700 S.W. 37th Avenue  
Miami, Florida, 33133  
(Zip Code)

10. Registered agent's 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 obligations of my position as registered agent.*

  
(Registered agent's signature)

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.

PREPARED BY: Nancy Terminello, Esq.  
2700 SW 37th Avenue  
Miami, FL 33133  
FBN: 897744

**H 96 00 00 1 4 4 9 9**

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

H96000014499

A. DIRECTORS

Chairman: Steve Boone, President, CEO, Chairman

Address: 1470 Enea Circle, Suite 1600  
Concord, CA 94520

~~Steve McLaren, Sr.~~ Steve McLaren, Sr. Vice President Operations, Secretary,

Address: 1470 Enea Circle, Suite 1600  
Concord, CA 94520

Treasur

DIRECTOR:

Jack Smith  
THE SPORTS AUTHORITY  
3383 North State  
Road 7  
Ft. Lauderdale, FL 33319

Director: \*William Munkler, \*Ann Chareskin, Directors

Address: Madison Dearborn Partners

Address: Three First National Plaza, Suite 1330  
Chicago, IL 60602

Director:

DIRECTOR: Giles Natoman

Address:

6440 Lusk Blvd.; suite D202  
San Diego, CA 92121-2778

B. OFFICERS

President: Steve Boone

Address: 1470 Enea Circle, Suite 1600  
Concord, CA 94520

Vice President: Steve McLaren, Sr. Vice President Operation

Address: 1470 Enea Circle, Suite 1600  
Concord, CA 94520

Secretary: Steve McLaren

Address: same as above

Treasurer: Steve McLaren

Address: same as above

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

13. Steve McLaren

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Steve McLaren, Sr. Vice-President Operations, Secretary,  
(Typed or printed name and capacity of person signing application) Treasurer

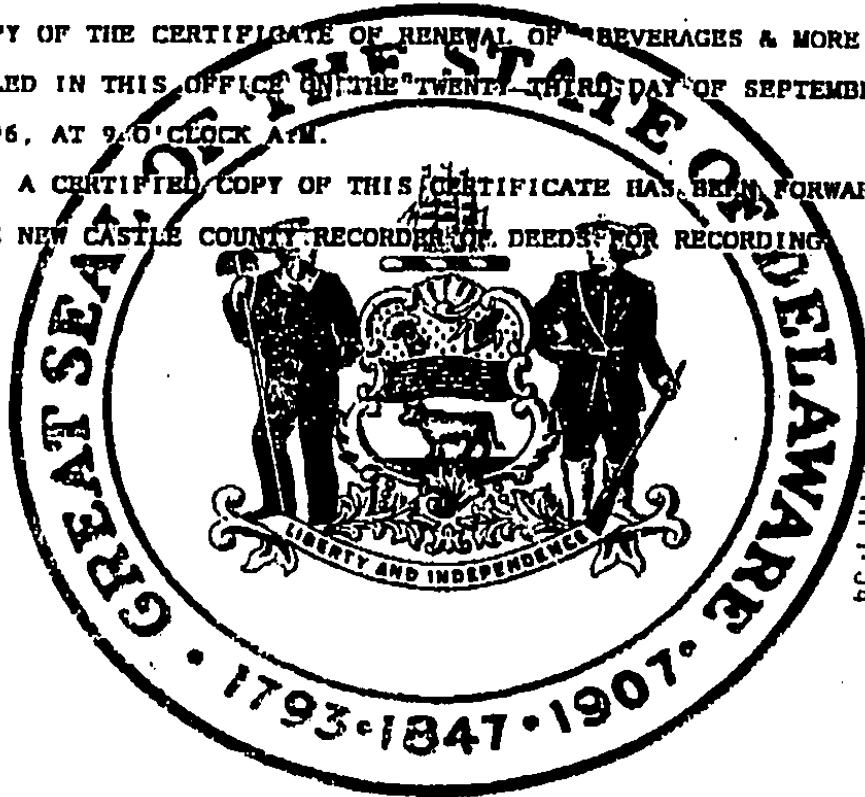
State of Delaware  
Office of the Secretary of State

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF RENEWAL OF "BEVERAGES & MORE, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF SEPTEMBER, A.D. 1996, AT 9:00 CLOCK AM.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING



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*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 8117538

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