

F96000006591

TODD A. STERZOY
Holland and Knight

(Requestor's Name)
315 South Calhoun Street Suite 600
(Address)
Tallahassee, Florida 32302
(City, State, Zip) (Phone #) 425-5625

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***131.25 ***131.25

OFFICE USE ONLY

96 DEC 17 PM 12:59
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ORFILA Vineyards Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in Pick up time 1:00

Mail out Will wait Photocopy

Certified Copy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amenument
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

ALCOHOL COMPLIANCE CONSULTANT

**Andrea L. Anderson
211 Wapee, Suite 202
Calistoga, CA 94515
Phone: (707) 942-6911
Fax: (707) 942-9435**

November 25, 1996

State of Florida
Secretary of State
409 E. Graines Street
Tallahassee, FL 32399

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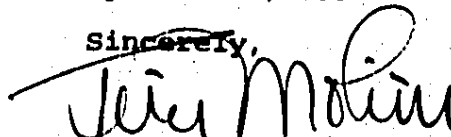
RE: Orfila Vineyards, Inc.

Dear Sir or Madam:

Enclosed herewith for your review and approval Orfila Vineyards, Inc.'s, is their Application for Authorization to Transact Business in Florida, together with a Certificate of Good Standing from the State of California. Also enclosed is a company check in the amount of \$131.25 to cover the required fee.

Should there be any questions concerning this filing, please feel free to contact me directly at (800) 788-0212.

Sincerely,



Teri L. Molini
Office Assistant-Licensing

tlm
enc.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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. ORFILA VINYARDS INC.
(Name of corporation must include the words "INCORPORATED", "COMPANY", "CORPORATION" or words of abbreviation of like import in language as well clearly indicate that it is a corporation instead of a natural person or partnership if not so indicated in the name or present.)

2. CALIFORNIA 3. 33-0580816
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9-27-93 5. ON-GOING
(Date of incorporation) (Duration: Year corp. will cease to exist or terminate)

6. UPON APPROVAL
(Date first transacted business in Florida. (See sections 607.1507, 607.1502, and 617.151, F.S.)

7. 13455 SAN PASQUAL ROAD
ESCONDIDO, CA 92025
(Current mailing address)

8. FEDERALLY LICENSED WINERY SELLING WINE TO FLORIDA WHOLESALERS
(Purposes) 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:
Name: CORPORATION SERVICE COMPANY
Office Address: 1201 Nays Street
Tallahassee, Florida, 32301
(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.

By: [Signature]
(Registered agent's signature)
A.P. Polizzi, Assistant Vice President

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.

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

A. DIRECTORS

Chairman: ALEJANDRO ORFILA
Address: 13455 San Pascual Road
Escondido, CA 92025

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: _____
Address: _____

Vice President: LEON SANTORO
Address: 13455 San Pasqual Road
Escondido, CA 92025

Secretary: _____
Address: _____

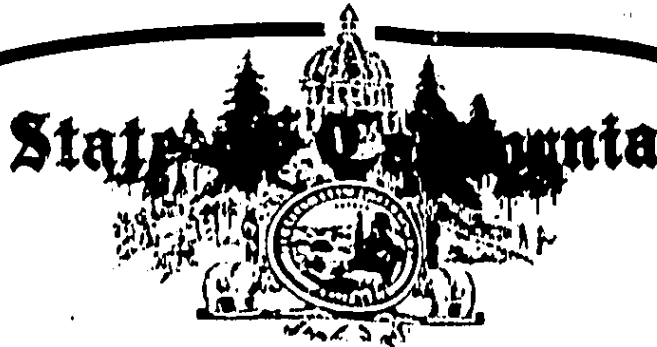
Treasurer: _____
Address: _____

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

13. Leon Santoro VICE-PRESIDENT
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. LEON N. SANTORO
(Typed or printed name and capacity of person signing application)



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SECRETARY OF STATE

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 27th day of September, 19 93,

ORFILA VINEYARDS INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

December 6, 1996



Bill Jones

Secretary of State