

# F99000002248

## Document Number Only

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

900002858599--1

-04/30/99--01092--008

\*\*\*\*\*70.00 \*\*\*\*\*70.00

900002858599--1

-04/30/99--01092--009

\*\*\*\*\*8.75 \*\*\*\*\*8.75

## CORPORATION(S) NAME

Juice Ventures, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name 04/30/99

Availability \_\_\_\_\_

Document \_\_\_\_\_

Examiner \_\_\_\_\_

Updater \_\_\_\_\_

Verifier \_\_\_\_\_

Acknowledgement \_\_\_\_\_

W.P. Verifier \_\_\_\_\_

FILED  
99 APR 30 PM 1:50  
TALLAHASSEE, FLORIDA  
CLERK OF COURT

24/30/99  
99 APR 29 PM 12:29  
JH/BLU, CL. L. H. MATHIAS

# 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. Juice Ventures, 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

(State or country under the law of which it is incorporated)

3. \_\_\_\_\_

(FEI number, if applicable)

4. March 31, 1999

(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 817.155, F.S.))

7. One Corporate Park, Suite 150, Irvine, California 92606

(Current mailing address)

8. Retail, beverage and food sales

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

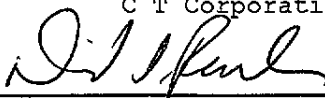
Plantation, Florida, 33324

(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.*

C T Corporation System



(Registered agent's signature) (Officer)

David I, Farber, Assistant Secretary

(Type Name and Title of Officer)

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90 APR 30 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. OFFICERS

President: See attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: See attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: See attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: See attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

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

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

14. R. Bruce Holsten, President  
(Typed or printed name and capacity of person signing application)

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99 APR 30 PM 1:50  
STATE  
TALLAHASSEE, FLORIDA

**JUICE VENTURES, INC.**

**Exhibit A**

**Directors**

**Business Address**

Frank N. Easterbrook

200 North Grand Ave.  
Pasadena, CA 91103-3521

R. Bruce Holsten

One Corporate Park, Suite 150  
Irvine, CA 92606

Larry Sidoti

One Corporate Park, Suite 150  
Irvine, CA 92606

Greg Vujnov

One Corporate Park, Suite 150  
Irvine, CA 92606

Thomas W. Vogelheim

601 Montgomery Street, 9th Floor  
San Francisco, CA 94111

**Officers**

**Business Address**

R. Bruce Holsten, President

One Corporate Park, Suite 150  
Irvine, CA 92606

Larry Sidoti, Chief Operating Officer

One Corporate Park, Suite 150  
Irvine, CA 92606

Greg Vujnov, Treasurer and Secretary

One Corporate Park, Suite 150  
Irvine, CA 92606

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99 APR 30 PM 1:50  
SECRET  
TALLAHASSEE, FLORIDA

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JUICE VENTURES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF APRIL, A.D. 1999. --

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED  
99 APR 30 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

9711593

04-28-99