

BEER & WINE SERVICES, INC.

211 Wapoo, Suite 202  
Calistoga, CA 94515  
Phone (707) 942-6911  
Fax (707) 942-9435

M0200 0002396

September 8, 2002

State of Florida  
Secretary of State  
409 E Gaines Street  
Tallahassee, FL 32399

RE: Gargiulo Vineyard LLC

300007695283-4  
-09/12/02--01051--016  
\*\*\*125.00 \*\*\*125.00

Dear Sir or Madam:

Enclosed herewith for your review and approval are the following documents for the above-mentioned client:

- Application by Foreign LLC for Authorization to Transact Business in Florida
- Certificate of Designation of Registered Agent
- Certificate of Good Standing from the State of California
- Company check in the amount of \$125.00, to cover said fees

Once authority to ship has been issued, please mail to:

Beer and Wine Services Inc  
211 Wapoo, Suite 202  
Calistoga, Ca 94515

If you should have any questions regarding this application, please contact me directly at (800) 788-0212.

Sincerely,

Lisa Salkin  
Licensing Manager

Enclosure

02 SEP 12 AM 11:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AND  
FILED

JB  
9-13-02

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. GARGIULO VINEYARD, LLC  
(Name of foreign limited liability company)

2. CALIFORNIA 3. 94-3357701  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 9/28/99 5. PERPETUAL  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. UPON APPROVAL  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)

7. 995 VINTAGE AVE, SUITE 204 ST. HELENA, CA 94574  
MAIL: 211 WAPOO, STE. 202 CALISTOGA, CA 94515  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:  
JEFFREY GARGIULO SAME AS ABOVE  
VALERIE BOYD GARGIULO SAME AS ABOVE

APPROVED AND FILED  
 02 SEP 12 PM 11:31  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: SELL WINE TO WHOLESALERS/DISTRIBUTORS

*Valerie Boyd Gargiulo*  
 Signature of a member or an authorized representative of a member.  
 (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

VALERIE BOYD GARGIULO  
 Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: —

GARGIULO VINEYARD, LLC

2. The name and the Florida street address of the registered agent and office are:

CORPORATION SERVICE COMPANY

(Name)

1201 HAYS STREET

Florida street address (P.O. Box **NOT** ACCEPTABLE)

TALLAHASSEE

FL

32301

City/State/Zip

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
FILED

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..*

Brian Courtney  
Asst. V. Pres.

(Signature)

\$ 100.00 Filing Fee for Application  
\$ 25.00 Designation of Registered Agent  
\$ 30.00 Certified Copy (optional)  
\$ 5.00 Certificate of Status (optional)

# State of California



## SECRETARY OF STATE

### CERTIFICATE OF GOOD STANDING CALIFORNIA LIMITED LIABILITY COMPANY

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

*That on the 24TH day of AUGUST, 1999, GARGIULO VINEYARD, LLC, became recognized under the laws of the State of California by filing its Articles of Organization in this office; and*

*That no record exists in this office of a certificate of cancellation of said limited liability company nor of a court declaring cancellation thereof; and*

*That according to the records of this office, the said limited liability company is authorized to exercise all its 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 of this limited liability company.*

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this  
20TH day of AUGUST, 2002.



*Bill Jones*  
BILL JONES  
Secretary of State

