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Mar 18 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **849341** (3)  
1. Corporation Name  
**ALLIED DOMEQ SPIRITS & WINE (OVERSEAS) LIMITED**  
(AN ENGLISH CORPORATION)

Principal Place of Business  
**3000 SOUTHFIELD TOWN CENTER  
3200  
SOUTHFIELD MI 48075-1102  
US**

Mailing Address  
**P.O. BOX 33006  
DETROIT MI 48232-3006**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>06/04/1981</b>	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number <b>98-0048536</b>	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
24	Country	29	Country	7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent <b>CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324</b>		10. Name and Address of New Registered Agent	
		81	Name
		82	Street Address (P.O. Box Number is Not Acceptable)
		83	
		84	City
		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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>S</b>	1.1 TITLE	<b>D</b>
NAME	<b>MAINS, THOMAS GORDON</b>	1.2 NAME	<b>BURNETT, KENNETH MACKAY</b>
STREET ADDRESS	<b>BRIDGEWATER ROAD, BEDMINSTER DOWN</b>	1.3 STREET ADDRESS	<b>303 TANGLIN ROAD</b>
CITY-ST-ZIP	<b>BRISTOL AV</b>	1.4 CITY-ST-ZIP	<b>SINGAPORE</b>
TITLE	<b>D</b>	2.1 TITLE	
NAME	<b>AITKEN, R.</b>	2.2 NAME	
STREET ADDRESS	<b>21 GROVERSFIELD, SHIPHAM, NR.</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>WINScombe AV</b>	2.4 CITY-ST-ZIP	
TITLE	<b>D</b>	3.1 TITLE	
NAME	<b>CAMPBELL, J. D.</b>	3.2 NAME	
STREET ADDRESS	<b>2425 KEYBRIDGE</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>LACOCK CHIPPENHAM WI</b>	3.4 CITY-ST-ZIP	
TITLE	<b>CD</b>	4.1 TITLE	
NAME	<b>WOOD, P.A.K.</b>	4.2 NAME	
STREET ADDRESS	<b>ALLER HOUSE, CHAPEL ALLERTON, NR.</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>AXBRIDGE SO</b>	4.4 CITY-ST-ZIP	
TITLE	<b>D</b>	5.1 TITLE	
NAME	<b>PATRICK, TIMOTHY BURKE</b>	5.2 NAME	
STREET ADDRESS	<b>CHAPEL HOUSE, AUDLEY LODGE</b>	5.3 STREET ADDRESS	
CITY-ST-ZIP	<b>AUDLEY PARK RD BA</b>	5.4 CITY-ST-ZIP	
TITLE	<b>D</b>	6.1 TITLE	
NAME	<b>TURNER, RICHARD GRAHAM</b>	6.2 NAME	
STREET ADDRESS	<b>BURNT HOUSE FARM, W. STOUGHTON, NR.</b>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<b>WEDMORE SO</b>	6.4 CITY-ST-ZIP	

14. I 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: 

2/2/98 (313) 965-6611

CR2E034 (10/97)