



THE UNITED STATES
CORPORATION
COMPANY

F00000000626

ACCOUNT NO. : 072100000032

REFERENCE : 572575 4714946

AUTHORIZATION

Patricia Pujols

COST LIMIT : \$ 70

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 FEB -3 PM 1:40

ORDER DATE : February 1, 2000

ORDER TIME : 10:46 AM

ORDER NO. : 572575-005

CUSTOMER NO: 4714946

4000003122424--5

CUSTOMER: Arete Friedman, Esq
Remy Amerique, Inc.
1350 Avenue Of The Americas
7th Floor
New York, NY 10019

FOREIGN FILINGS

NAME: REMY LATINAM, INC.

XXXX QUALIFICATION (TYPE: CO)

(Handwritten symbol: a circle with a stylized 'Y' or '4' inside)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Carrie Vaught

RECEIVED
00 FEB -3 AM 11:28
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

nh
2/3/00

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.

FILED STATE
DEPARTMENT OF
CORPORATIONS
FEB - 3 11:49 AM '99

1. Remy Latinam, 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. 13 4081219

(FEI number, if applicable)

4. May 22, 1989

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. February 1, 2000

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1401 Brickell Avenue, Suite 1040

Miami, Florida 33131

8. The purpose of the Corporation shall be limited to providing consulting services for non-United States entities engaged in commerce and the provision of services pertaining to the manufacture or distribution of alcoholic beverages outside the fifty United States and the District of Columbia, and to undertaking such other incidental activities as are necessary and desirable to fulfill that purpose and which purpose shall include all powers stated in section 122 of the Delaware General Corporation Law exercised in furtherance of that purpose.

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

Name: CSC

Office Address: 1201 Hays 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: Mary Wheeler

(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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Director Hubertus Van Doorne

Address: 1401 Brickell Avenue, Suite 1040

Miami, Florida 33131

Director Gerardo Zimbron

Address: 1401 Brickell Avenue, Suite 1040

Miami, Florida 33131

Director: Richard Moreau

Address: 1401 Brickell Avenue, Suite 1040

Miami, Florida 33131

Director: Francoise Faye

Address: 1401 Brickell Avenue, Suite 1040

Miami, Florida 33131

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

Chairman Hubertus Van Doorne

Address: 1401 Brickell Avenue, Suite 1040

Miami, Florida 33131

Vice President: _____

Address: _____

Secretary: Christopher Zappulla

Address: Remy Amerique, Inc., 1350 Avenue of the Americas

New York, NY 10019

Treasurer: Richard Moreau

Address: 1401 Brickell Avenue, Suite 1040

Miami, Florida 33131

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

13. Christopher A. Zappulla

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

14. Christopher Zappulla - Secretary

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 8 3 PM 1:40

State of Delaware
Office of the Secretary of State

PAGE 1

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DIVISION OF CORPORATIONS
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "REMY LATINAM, 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 FIRST DAY OF FEBRUARY,
A.D. 2000.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0230412

DATE:

02-01-00