

F00000001241

COMPLIANCE INTERNATIONAL

583 FIRST STREET WEST

P.O. BOX 1465

SONOMA, CA 95476

TELEPHONE (707) 996-1100

FAX (707) 996-0175

February 8, 2000

TO: Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600003135026--1
-02/15/00--01008-010
*****70.00 *****70.00

FROM: Margie Mitchell, Compliance Agent

RE: Initial filing for The Gratefule Palate, Inc.

Enclosed are documents for the initial filing of The Grateful Palate, Inc:

- Application form
- Certificate of Good Standing from State of California
- Check for \$70

Please let me know if you should need anything else.

FILED
00 MAR -7 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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① Name not available
(Conflict - P99 - 74971)

000000004672



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 21, 2000

MARGIE MITCHELL
COMPLIANCE INTERNATIONAL
P.O. BOX 1465
SONOMA, CA 95476

SUBJECT: THE GRATEFUL PALATE, INC.
Ref. Number: W00000004672

We have received your document for THE GRATEFUL PALATE, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 000A00009097

RESOLUTION OF BOARD OF DIRECTORS
(Please print or type)

I, the undersigned Daniel Philips, do hereby certify
(Name)

that this Resolution of the Board of Directors of The Grateful Palate, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of California,

was duly adopted on February 28, 2000.

Be it resolved, that The Grateful Palate, Inc.
(Corporate Name)

organized and existing in the State of California, hereby adopts the name

The Grateful Palate of California, Inc. for use in Florida.

Dated: February 28, 2000

Daniel S. Philips

Signature of either Chairman, Vice Chairman or any officer
Daniel Philips, President

Daniel S. Philips

Type or print Name

RECEIVED BY STATE
TALLAHASSEE, FLORIDA

00 MAR -7 PM 1:00

FILED

**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. The Grateful Palate, Inc.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. State of California
(State or country under the law of which it is incorporated)

3. June 1, 1999 4. indefinite
(Date of Incorporation) (Duration)

5. 77-0489351
(Federal Employer Identification number, if applicable)

Not doing business in Florida yet

6. _____
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 601 Del Norte Blvd. Unit G, Oxnard, CA 93030
(Current mailing address)

8. Wine sales to wholesalers in the State of Florida.
(Corporate purpose and nature of business in which it is engaged in Florida)

9. Names and addresses of officers and or directors:

A. Directors: n/a

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

FILED
MAR 00
SECRET
TALLAHASSEE, FLORIDA
PM 1:00

B. Officers:

President: Daniel S. Philips
Address: 1425 Stanford Street #11
Santa Monica, CA 90404

Vice President: _____
Address: _____

Secretary: Daniel S. Philips
Address: 1425 Stanford Street #11
Santa Monica, CA 90404

Treasurer: _____
Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: Lee Romaine
Office Address: 1003 Clint Moore Road
Boca Raton, Florida 33487
Zip Code

FILED
MAR - 7 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11. 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.

Registered agent's signature: *Lee Romaine*

12. 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.

13. *Daniel S. Philips*
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Daniel S. Philips, President
(Name and capacity of person signing application)

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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

1st June

That on the _____ day of _____, 19____,

THE GRATEFUL PALATE, INC.

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

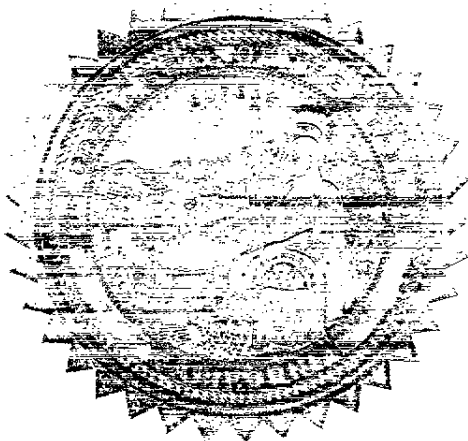
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

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
February 4, 2000



Bill Jones

Secretary of State