F0-00000005895 BEER & VINE SERVICES, INC. 00058900. S

Z11 Wapoo, Suite 202 Calistoga, CA 94515 Phone (707) 942-6911 Fax (707) 942-9435

October 18, 2000

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

RE: Inniskillin Napa Vineyards Inc

FILED

00 OCT 23 M II: 25
SECKELMAY OF STATE
TALLAHASSEE, FLORIDA

700003434877---4 -10/23/00--01026--021 *****70.00 ******70.00

Dear Sir or Madam:

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

- Application by Foreign Corporation for Authorization to Transact Business in Florida
- Certificate of Good Standing from the State of California
- Company check in the amount of \$70.00, 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.

Singgrely

Elizabeth Hamamoto Licensing Manager

Enclosures

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CHARIMENT OF STATI
ANACCEE ELOPIO

TRANSMITTAL LETTER

To: Registration S Division of C	ection orporations							
SUBJECT: INNISKILLIN NAPA VINEYARDS INC								
(Name of corporation - must include suffix)								
Dear Sir or Madam:								
The enclosed "Applica "Certificate of Existen transact business in Flo	ation by Foreign Corporation for ce", and check are submitted to sorida.	Authorization to Transact register the above reference	Business in Florida", ed foreign corporation to					
Please return all corres	pondence concerning this matter	to the following:						
-	Andrea L Anderson		00 SI SI					
	· · · · · · · · · · · · · · · · · · ·	f Person)	ALC OF T					
	Beer & Wines Services Inc							
	(Firm/Co		1 23 M					
-	211 Wapoo Ste 202		ST. ST.					
211 Wapoo Ste 202 (Address) (Address)								
	Calistoga, Ca 94515	*	on .					
(City/State/Zip)								
Should you need to call someone concerning this matter, please call: Andrea Anderson at (800) 788-0212 (Name of Person) (Area Code & Daytime Telephone Number)								
STREET ADDRESS:		MAILING ADDRESS:						
Registration Section Division of Corporation 409 E. Gaines St. Tallahassee, FL 32399	S	Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314						
Enclosed is a check for	the following amount:							
⊠ \$70.00 Filing Fee	S78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Cortified Copy	J \$87.50 Filing Fee, Certificate of Status & Certified Copy					

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. INNISKILLIN NAF	A VINEYARDS INC					
(Name of corpor	ation; must include the word "INC lations of like import in language a	ORPORATED",	"COMPAN	'Y", "CORPOI is a competito	LATION" of	
words or abbrevi	sations of like import in language a r partnership if not so contained in	the name at prese	nt.)	12 a cosporano	G Withough CI W	
natura person vi	, per market in have do		•			
2 CALIFORNIA	3. 68-0170300					
	under the law of which it is incorp		_	(FEI number,	if applicable)	
4. 7/21/88		5. PERPETU	AL.		4.0 9	
(Dat	e of incorporation)	(Duration	Year co	p. will cease to	exist or perpetual")	
	Upon Approval	ı				
6. Date first transa	cted business in Florida. If corpor	ation has not trans	acted busin	ness in Florida,	insert "upon qualification]	
(2	(SEE SECTION	S 607.1501, 607.1	1502 and 81	17.155, F.S.)	AS D	
7. a. 211 WAPOO	STE 202 CALISTOGA, CA	N 94515			FLOST	
/. <u>2</u>		l office scidress)			25 RID RID RID RID RID RID RID RID RID RID	
SAME					. Ot	
b	(Current	mailing address)				
	_	_				
& SELL MINE TO	WHOLESALERS/DISTRIBUTORS				<u>-</u>	
(Purpose(s) of corporation authorized in hor	ne state or countr	y to be caux	ied out in state	of Florida)	
· -						
9. Name and str	eet address of Florida register	en afert: (L.O.	BOX OF M	am Diob now	MOL acceptable)	
Name:	Corporation Service C	опрапу				
	1201 Hays St Ste 105					
Office Address:	1201 Raya 3C 3Ce 103					
	Tallahassee		, Florida	32301		
		•	_	32301 (Zip code)		
10. Registered a	gent's zoceptance:					

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)

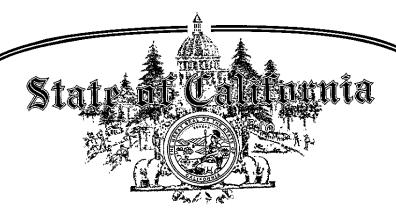
Corporation Service Company

Vivien S. Mitchell, Asst. Secretary

II. 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 business addresses of officers and/or directors: A. DIRECTORS Chaiyman: Address: Vice Chairman: Address: _ Address: Director: Address: B. OFFICERS President: DONALD ZIRALDO Address: RR1 NIAGARA ON THE LAKE ONTARIO, CANADA LOS1JO Vice President: KARL KAISER Address: RR1 NIAGARA ON THE LAKE ONTARIO, CANADA LOS1JO Secretary: ___ Address: _____ Treasurer: Address: NOTE: If necessary, you may attach an addendam to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) DONALD ZIRALDO, PRESIDENT 14. _

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



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION



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

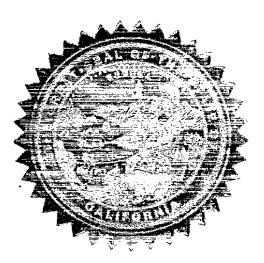
That on the 21st day of July, 1988, INNISKILLIN NAPA VINEYARDS, INC. became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

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 October 11, 2000.

BILL JONES Secretary of State

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