

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 11/7

700003455437--1
-11/07/00--01089--004
*****70.00 *****70.00

Corporation(s) Name

Spirits Development, Inc

☒ Profit

☐ Amendment

☐ Merger

☐ Nonprofit

☒ Foreign

☐ Dissolution

☐ Mark

☐ LLC

☐ Withdrawal

☐ Limited Partnership

☐ UBR

☐ Other

☐ Reinstatement

☐ Fictitious Name

☐ Ch. RA

☐ UCC ☐ 1 or ☐ 3

*****Special Instructions****

☐ Certified Copy

☐ Photocopies

☐ CUS

☐ Parts/amends/mergers ☐ Other-See Above

☒ Walk in

☒ Pick-up

☐ Will Wait

**Please Return Filed Stamped
Copies To:**

DIVISION OF CORPORATION

Carol Clark

NOV 7 11:03 AM

Thank You!

RECEIVED

3/11/11

**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. Spirits Development, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" 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. 52-2271923
(FEI number, if applicable)

4. September 8, 2000
(Date of incorporation)

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

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

7. 1625 South Congress Avenue, Delray Beach, Florida 33445

(Current mailing address)

8. Development company.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

C T Corporation System

(Registered agent's signature)

Jonathan R. Giddings
Assistant Secretary

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)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Daniel R. Paladino

Address: 375 Park Avenue

New York, NY 10152-0192

Director: Irene S. Alpert

Address: 800 Third Avenue

New York, NY 10022-7699

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

President: Daniel R. Paladino

Address: 375 Park Avenue

New York, NY 10152-0192

Vice President: Irene S. Alpert

Address: 800 Third Avenue

New York, NY 10022-7699

Secretary: George E. Bushnell III

Address: 800 Third Avenue

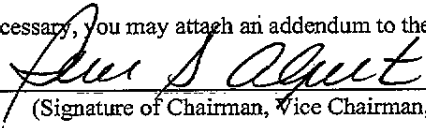
New York, NY 10022-7699

Treasurer: Kevin Conway

Address: 800 Third Avenue

New York, NY 10022-7699

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. IRENE S. ALPERT, Vice President/Director
(Typed or printed name and capacity of person signing application)

00 NOV -7 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIRECTORS AND OFFICERS OF SPIRITS DEVELOPMENT, INC.

Directors:

Daniel R. Paladino
Irene S. Alpert
George E. Bushnell III

Officers:

Daniel R. Paladino	President
Kevin Conway	Vice President and Treasurer
Irene S. Alpert	Vice President
George E. Bushnell III	Vice President and Secretary
Howard F. Miller	Assistant Secretary
Marc R. Palotay	Assistant Secretary
H. Stephen Gordon	Assistant Secretary
Joseph Gadaleta	Assistant Secretary

FILED
NOV - 7 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

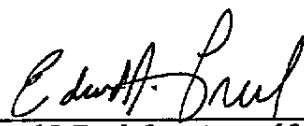
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPIRITS DEVELOPMENT, 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 SIXTH DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.




Edward J. Freel, Secretary of State

3285427 8300

AUTHENTICATION: 0781942

001557491

DATE: 11-08-00