

FO1000000308

Worldwide Wine Services

January 11, 2001

Florida Dept. of State
Division of Corporations
409 East Gains Street
Tallahassee, FL 32399

600003551436--7
-01/17/01--01042--002
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed are the following documents filed on behalf Portney Enterprises International, Inc.:

1. Application by Foreign Corporation for Authorization to Transact Business in Florida
2. Certificate of Good Standing
3. Transmittal Letter
4. Check in the amount of \$70

Please authorize this corporation's qualification to do business in Florida so that they may sell to wholesalers in your state.

If you have any questions, please call me at (707) 537-6700.

Sincerely,



Elise Baril
Compliance Agent

Encl.

FILED
00 JAN 17 AM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mt
1/18

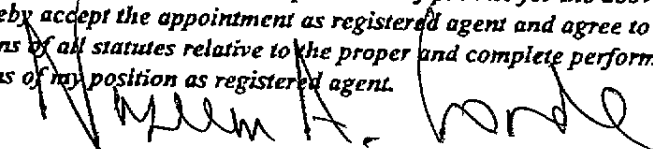
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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. Portney Enterprises International Incorporated
(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. New Jersey 3. 22-343-3393
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1/24/96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. a. 361 Clinton Ave Wyckoff, NJ 07481
(Principal office address)
- b. same
(Current mailing address)
8. sale of wine to wholesalers
(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.



(Registered agent's signature)

MASEEM A. CONDE
SPT. AL ASST. 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.

FILED
00 JAN 17 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Alan K Portney

Address: 269 Mulberry Place, Ridgewood, NJ 07450

Vice Chairman: Amy J. Portney

Address: 269 Mulberry Place, Ridgewood, NJ 07450

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Alan K. Portney

Address: 269 Mulberry Place, Ridgewood, NJ 07450

Vice President: Dawne M. Beltramini

Address: 264 West Oak Street, Tamsey, NJ 07446

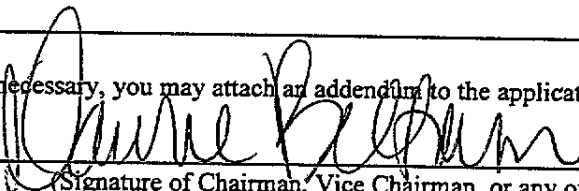
Secretary: Amy J. Portney

Address: 269 Mulberry Place, Ridgewood, NJ 07450

Treasurer: _____

Address: _____

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

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

14. Dawne M. Beltramini, Vice President
(Typed or printed name and capacity of person signing application)

FILED
00 JAN 17 AM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

PORTNEY ENTERPRISES INTERNATIONAL, INC.

With the Previous or Alternate Name

WORLDWIDE WINE SERVICES

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on January 24, 1996.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

Alan K Portney
269 Mulberry Place
Ridgewood, NJ 07450

Continued on next page . . .

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN 17 AM 12:14

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

PORTNEY ENTERPRISES INTERNATIONAL, INC.

With the Previous or Alternate Name
WORLDWIDE WINE SERVICES



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
22nd day of December, 2000

Roland M Machold

Roland M Machold
Treasurer

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN 17 AM 12:14

FILED