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COMPLIANCE INTERNATIONAL

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P.O. Box 1465
Sonoma, CA 95476

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February 21, 2001

To: Florida Department of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-02/26/01--01075--028
*****70.00 *****70.00

From: Charlene Haley, Compliance Agent

RE: Chappellet Winery, Inc.

Hello :

Enclosed is and an application, other documents, and the check needed to register Chappellet Winery as a foreign corporation with the Florida Secretary of State.

Once the application is processed, the letter of acknowledgment can be sent to Donn Chappellet at 1581 Sage Canyon Road, St Helena, CA 94574 .

Should you have any questions or need anything else, please call me at Compliance International.

Thank you for your help.

Charlene

FILED
00 FEB 26 PM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2/28

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. Chappellet Winery, 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. California
(State or country under the law of which it is incorporated)
3. 6/10/80 4. indefinite
(Date of Incorporation) (Duration)
5. 94-2681414
(Federal Employer Identification number, if applicable)
6. Will commence upon approval
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 1581 Sage Canyon Road, St. Helena, CA 94574
(Current mailing address)
8. Sale of California wine to licensed Florida wholesale distributor
(Corporate purpose and nature of business in which it is engaged in Florida)
9. Names and addresses of officers and or directors:

A. Directors:

Chairman: Donn Chappellet
Address: 1581 Sage Canyon Rd, St Helena, CA 94574

Vice Chairman: Mary Alyce Chappellet
Address: 1581 Sage Canyon Rd. St. Helena, CA 94574

Director: _____
Address: _____

Director: _____
Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. Officers:

President: Donn Chappellet
Address: 1581 Sage Canyon Rd. St Helena, CA 94574

Vice President: _____
Address: _____

Secretary: Mary Alyce Chappellet
Address: 1581 Sage Canyon Rd. St. Helena, CA 94574

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: Chris Lano
Office Address: 1003 Clint Moore Road
Boca Raton, Florida 33487


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00 FEB 26 1999
TALLAHASSEE
STATE OF 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.

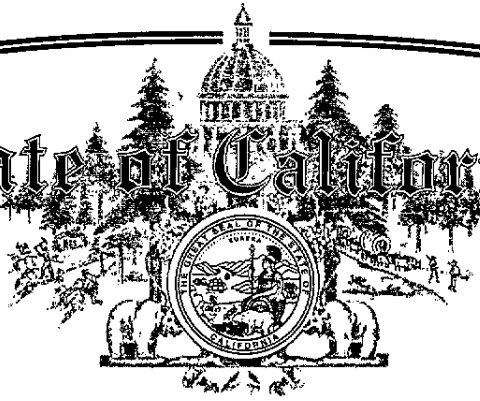
Registered agent's signature: 

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. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Donn Chappellet, - 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:

That on the **10th day of June, 1980, CHAPPELLET WINERY, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

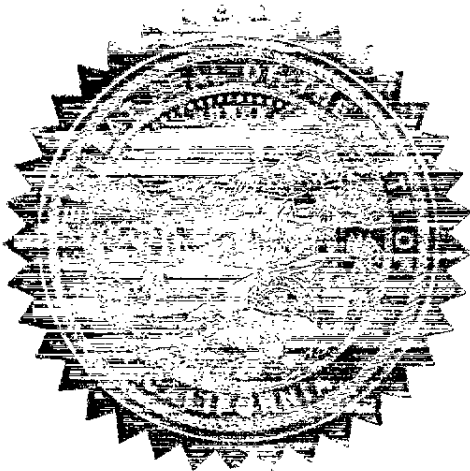
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

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 December 5, 2000.



Bill Jones
BILL JONES
Secretary of State

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00 FEB 26 PM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA