

F01000004487
TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: D'Andrea Wine & Liquor Imports, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

John D'Andrea (Name of Person) **400004531334-9**
D'Andrea Wine & Liquor Imports, Inc (Firm/Company) **08/14/01 01011-003**
PO Box 17190 (Address) *******70.00 *****70.00**
Pittsburgh, PA 15235 (City/State and Zip code)

For further information concerning this matter, please call: 412-241-9000

John D'Andrea at (412) 241-9000
(Name of Person) (Area Code & Daytime Telephone Number)

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2001 AUG 24 AM 9:30
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 14, 2001

JOHN D'ANDREA
D'ANDREA WINE AND LIQUOR IMPORTS, INC.
PO BOX 17190
PITTSBURGH, PA 15235

SUBJECT: D'ANDREA WINE AND LIQUOR IMPORTS, INC.
Ref. Number: W01000018809

We have received your document for D'ANDREA WINE AND LIQUOR IMPORTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

The registered agent designated must be an active Florida corporation or a foreign corporation authorized to transact business in Florida. Please correct the document.

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) 245-6043.

Shawn Logan
Document Specialist

Letter Number: 201A00046591

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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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. D'Andrea Wine and Liquor Imports, Inc.
(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. Pennsylvania 3. 25-1414768
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 11, 1982 5. 2082
(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. 670 Rodi Road Pittsburgh, PA 15235
(Principal office address)
- PO Box 17190 Pittsburgh, PA 15235
(Current mailing address)

8. Distribution of Wine products
(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)

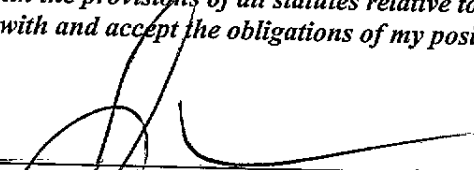
Name: Premier Beverage Company, LLC

Office Address: 3700 Commerce Parkway

Miramar, Florida 33025
(City) (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)

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.

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& FINANCIAL SERVICES
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: John D'Andrea
Address: 670 Rodi Rd
Pittsburgh, PA 15235

Vice Chairman: Frank D'Andrea
Address: 670 Rodi Rd
Pittsburgh, PA 15235

Director: Henry D'Andrea
Address: 670 Rodi Rd
Pittsburgh, PA 15235

Director: N/A
Address: _____

B. OFFICERS

President: John D'Andrea
Address: 670 Rodi Rd
Pittsburgh, PA 15235

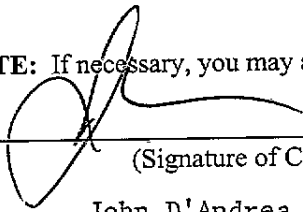
Vice President: Henry D'Andrea
Address: 670 Rodi Rd
Pittsburgh, PA 15235

Secretary: Frank D'Andrea
Address: 670 Rodi Rd
Pittsburgh, PA 15235

Treasurer: _____
Address: _____

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TALLAHASSEE, FLORIDA

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. John D'Andrea Frank D'Andrea
(Typed or printed name and capacity of person signing application)

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

JULY 31, 2001

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

D'ANDREA WINE AND LIQUOR IMPORTS, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Kim Ryznarjullo

Secretary of the Commonwealth

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