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TRANSMITTAL LETTER

FILED
02 JUN -7 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: Pearl Spirits 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:

Jaime Pera
(Name of Person)
Pearl Spirits, Inc.
(Firm/Company)
655 Redwood Highway Suite 100
(Address)
Mill Valley, Calif. 94941
(City/State and Zip code)

For further information concerning this matter, please call:

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-06/07/02--01067--001
*****87.50 *****87.50

Jaime Pera at (415) 380-3731
(Name of Person) (Area Code & Daytime Telephone Number)

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

6/11/02

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

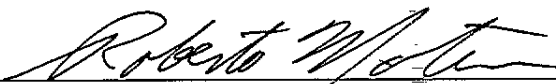
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Pearl Spirits, 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. California 3. 94-3283054
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. Sept 23rd 1997 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1/2/02
(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. 655 Redwood Highway #120 Mill Valley CA 94941
(Principal office address)
655 Redwood Highway #120 Mill Valley CA 94941
(Current mailing address)
8. supplier of premium distilled spirits
(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: Roberto Mateu
Office Address: 7980 SW 108th St.
Miami, Florida 33156
(City) (Zip code)

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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.

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

A. DIRECTORS

Chairman: Russell Dale

Address: 1395 Golden Gate Ave.
San Francisco CA 94115

Vice Chairman: _____

Address: _____

Director: Patrick J. Silvagnia

Address: 655 Redwood Highway #120
Mill Valley CA 94941

Director: David R. Lee

Address: 545 Middlefield Rd #250
Menlo Park, CA 94025

B. OFFICERS

President: Patrick J. Silvagnia

Address: 655 Redwood Highway #120
Mill Valley CA 94941

Vice President: Jaime C. Pera

Address: 655 Redwood Highway #120
Mill Valley CA 94941

Secretary: David R. Lee

Address: 545 Middlefield Rd. #250 Menlo Park CA 94025

~~CFO~~ Treasurer: Jaime C. Pera

Address: 655 Redwood Highway #120 Mill Valley CA 94941

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

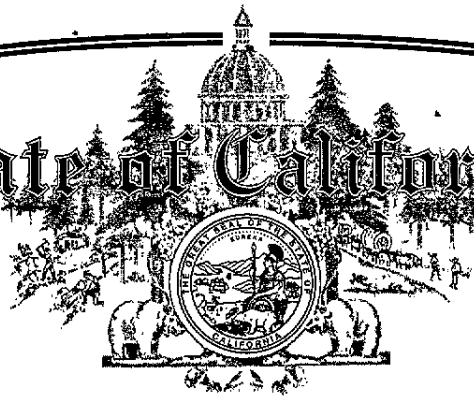
13. 

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

14. Jaime Pera Vice President / CFO

(Typed or printed 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 **23rd day of September, 1997**, **PEARL SPIRITS, 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 May 24, 2002.



Bill Jones
BILL JONES
Secretary of State

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