

BEER & WINE SERVICES, INC.

211 Wapoo, Suite 202
Calistoga, CA 94515
Phone (707) 942-6911
Fax (707) 942-9435

F020 000004676

September 8, 2002

State of Florida
Secretary of State
PO Box 6327
Tallahassee, FL 32314

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-09/12/02--01051--017
*****70.00 *****70.00

RE: Kathryn Hall Vineyards Inc

Dear Sir or Madam:

Enclosed herewith for your review and approval are the following documents for the above mentioned client:

- Transmittal Letter
- Application by Foreign Corp for Authorization to Transact Business in Florida
- Certificate of Good Standing from the State of Texas
- Company check in the amount of \$70.00, to cover said fees

Once authority to ship has been issued, please mail to:

Beer and Wine Services Inc
211 Wapoo, Suite 202
Calistoga, Ca 94515

If you should have any questions regarding this application, please contact me directly at (800) 788-0212.

Sincerely,



Lisa Salling
Licensing Manager

Enclosure

APPROVED
AND
FILED
02 SEP 12 AM 11:31
STATE OF FLORIDA
TALLAHASSEE, FLORIDA
JB
9-13-02

**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. KATHRYN HALL VINEYARDS, 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. TEXAS

(State or country under the law of which it is incorporated)

3. 75-2498277

(FEI number, if applicable)

4. 8/05/93

(Date of incorporation)

5. PERPETUAL

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

6. Upon Approval

(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. 6801 GAYLORD PKWY #100

FRISCO, TX 75034

(Principal office address)

b. PO BOX 25

RUTHERFORD, CA 94573

(Current mailing address)

8. SELL WINE TO LICENSED WHOLESALERS/DISTRIBUTORS

(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: Corporation Service Company

Office Address: 1201 Hays

Tallahassee

, Florida 32301

(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.

Brian Courtney

(Registered agent's signature) Asst. V. Pres.

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.

02 SEP 2 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: KATHRYN W. HALL

Address: 2828 HOOD ST

DALLAS, TX 75219

Director: CRAIG HALL

Address: SAME AS ABOVE

B. OFFICERS

President: KATHRYN W. HALL

Address: 2828 HOOD ST

DALLAS, TX 75219

Vice President: DONALD L. BRAUN

Address: 981 COUNTRY TRAIL

FAIRVIEW, TX 75069

Secretary: LARRY E. LEVEY

Address: 5208 STONE ARBOR CT

DALLAS, TX 75287

Treasurer: KATHRYN W. HALL

Address: SAME AS ABOVE

APPROVED
AND
FILED
02 SEP 12 AM 11:31
SECRETARY OF STATE
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. KATHRYN W. HALL - PRESIDENT

(Typed or printed name and capacity of person signing application)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



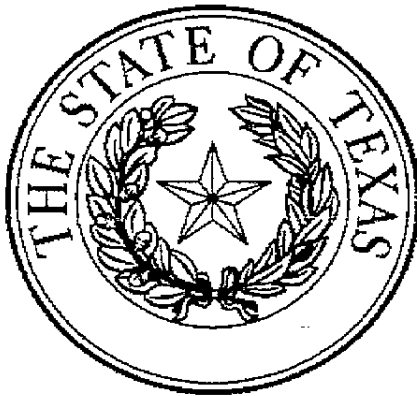
Gwyn Shea
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for KATHRYN HALL VINEYARDS, INC. (filing number: 127893300), a Domestic Business Corporation, was filed in this office on August 05, 1993.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 07, 2002.



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State