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(Address)

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: DELEGAT'S NINE ESTATE LIMITED
(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:

JACQUI PARSONS
(Name of Person)
DELEGAT'S NINE ESTATE LIMITED
(Firm/Company)
PO BOX 91681, AUCKLAND MAIL CENTRE
(Address)
AUCKLAND, NEW ZEALAND
(City/State and Zip code)

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For further information concerning this matter, please call:

JACQUI PARSONS at (+649) 359 7300 (in New Zealand)
(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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 24, 2005

JACQUI PARSONS
PO BOX 91681, AUCKLAND MAIL CENTRE
AUCKLAND, NEW ZEALAND,

SUBJECT: DELEGAT'S WINE ESTATE LIMITED
Ref. Number: W05000009630

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We have received your document for DELEGAT'S WINE ESTATE LIMITED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The registered agent must sign accepting the designation.

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) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 305A00013000

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. DELEGAT'S WINE ESTATE LIMITED, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NEW ZEALAND 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 29 MARCH 1989 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. NOT APPLICABLE
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. LEVEL 1, 16 VIA DUCT HARBOUR AVENUE, MARITIME SQ, AUCKLAND, NZ
(Principal office address)

PO BOX 91681, AUCKLAND MAIL CENTRE, AUCKLAND, NEW ZEALAND
(Current mailing address)

8. For certified/federally registered New Zealand wines to be sold to authorized Florida
(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 NOT acceptable) wholesaler - Premier Beverage Co.
Licence: KLO 1607298

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(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.

C T Corporation System

By: Barbara A Burke
(Registered agent's signature)

BARBARA A. BURKE
SPE C / ASSISTANT 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.

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

A. DIRECTORS

Chairman: Robert L. Wilton (Chairman of parent company, Delegats Group Ltd)

Address: 14a Bongard Road
Mission Bay, Auckland, New Zealand

Vice Chairman: _____

Address: _____

Director: Jakov Nikola Delegat

Address: 83 Arney Road
Remuera, Auckland, New Zealand

Director: Rosemari Suzan Delegat

Address: 33 Jubilee Avenue
Dononport, Auckland, New Zealand

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B. OFFICERS

President: Jakov Nikola Delegat (Managing Director)

Address: 83 Arney Road
Remuera, Auckland, New Zealand

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Jakov Nikola Delegat.
(Signature of Director or Officer listed in number 12 of the application)

14. JAKOV NIKOLA DELEGAT, MANAGING DIRECTOR
(Typed or printed name and capacity of person signing application)

15 February 2005



Levels 2 & 3, 79 Queen Street
Auckland

We have issued draft number: 15002324

in favour of: Florida Department of State

for: USD 78.75

Our transaction Number 0873/001676359

Settlement of this draft has been effected as follows:

Westpac Institutional Bank Charges

DRAFT COMM.	NZD 25.00
TOTAL CUSTOMER	NZD 25.00

Conversion Details

AMOUNT FROM	FEC NO.	EXCH. RATE	AMOUNT TO
USD 78.75	0	0.71216000	NZD 110.58
NZD 25.00	0	1.00000000	NZD 25.00

Accounting Entries

CUSTOMER REF.	ACCOUNT NUMBER	AMOUNT
050214111703	03-0155-0268888-00	NZD 135.58 DR

Principal and charges have been debited to your account(s) as detailed above.

Overseas banks may deduct their charges from the proceeds prior to effecting payment. These charges can vary by bank and by country.

Depending on Beneficiary's location/bank there may be a delay in providing clear funds by overseas banks.

Westpac Institutional Bank or its correspondents are not to be held responsible for any delay in payment or loss of draft.

for the Manager

Delegates.

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COMPANIES
OFFICE

TO WHOM IT MAY CONCERN

DELEGAT'S WINE ESTATE LIMITED
418777

I CERTIFY that DELEGAT'S WINE ESTATE LIMITED was incorporated as a limited company under the Companies Act 1993 ("the Act") on the 29th day of March 1989.

According to my records:

1. The company has issued 1,000,000 shares. As at the date of the last Annual Return these were held by; 523716 – DELEGAT'S GROUP LIMITED, Level 6, 16 Viaduct Harbour Avenue, Maritime Square, Auckland.
2. The registered office of the company and its address for service are located at Level 1, 16 Viaduct Harbour Avenue, Maritime Square, Auckland.
3. The directors of the company are; DELEGAT'S GROUP LTD Level 1, 16 Viaduct Harbour Avenue, Maritime Square, Auckland.

I confirm that as at the date of this certificate I have not received any document in relation to the company to the effect that:

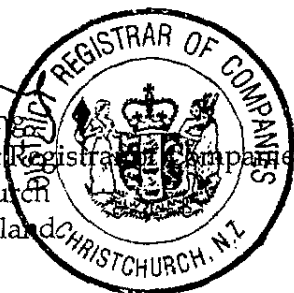
1. A liquidator has been appointed;
2. A receiver or manager has been appointed, whether by a court or not, in relation to the property of the company;
3. The company has entered into a compromise with creditors or a class of creditors under Part XIV of the Act or that a compromise has been proposed in relation to the company under that Part of the Act or that a court has approved a compromise under Part XV of the Act in relation to the company;

nor is it proposed to remove the company from the New Zealand register of companies for non-compliance with the terms of the Act.

To the best of my knowledge the company has complied with all filing requirements of the Act and paid all necessary fees.

Dated at Christchurch, New Zealand, this 14th day of February 2005.

Alice Yung
Assistant Registrar of Companies
Christchurch
New Zealand



2005 MAR 18 AM 8:38
COMPANIES OFFICE
CHRISTCHURCH



COMPANIES
NEW ZEALAND
OFFICE

CERTIFICATE OF INCORPORATION

DELEGAT'S WINE ESTATE LIMITED
418777

This is to certify that DELEGAT'S WINE ESTATE LIMITED was incorporated
under the Companies Act 1993 on the 29th March 1989.

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DELEGAT'S WINE ESTATE LIMITED
418777



Neville Harris

Neville Harris
Registrar of Companies

Dated this 14th day of February 2005