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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

N. Culligan JUN 30 2005

WOODWARD/GRAFF WINE FOUNDATION

Officers and Directors

W Philip Woodward
President

Wendy W. Bentson
Secretary

Directors

Honorio Della

David Graff

Jim Niven

Patricia Untertman

Director of
International
Wine Tours

Vicki Hamilton

Managing Director

Constance Majoy

June 28, 2005

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Woodward/Graff Wine Foundation

Dear Sir or Madam:


Enclosed are the following documents filed on behalf of this company:

1. Application by Foreign Corporation for Authorization to Transact Business in Florida
2. Certificate of Existence
3. Check in the amount of \$70

Please authorize this corporation's qualification to do business in Florida so that they may sell to wholesalers in your state.

If you have any questions, please call me at (707) 537-6700.

Sincerely,



Elise Baril
Compliance Agent

EB/cb

Encl.

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Woodward/Graff Wine Foundation
(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:

Connie Majoy
(Name of Person)

Woodward/Graff Wine Foundation
(Firm/Company)

27 E. Napa St., Suite 5
(Address)

Sonoma, CA 95476
(City/State and Zip code)

For further information concerning this matter, please call:

Elise Baril at (707) 537-6700
(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

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TALLAHASSEE, FLORIDA

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

**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. Woodward/Graff Wine Foundation Corporation
(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. California 3. 94-3297049
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 03/14/2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 27 E. Napa Street, Suite 5, Sonoma, CA 95476
(Principal office address)
27 E. Napa Street, Suite 5, Sonoma, CA 95476
(Current mailing address)

8. The sale of wine to Florida wholesalers.
(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)

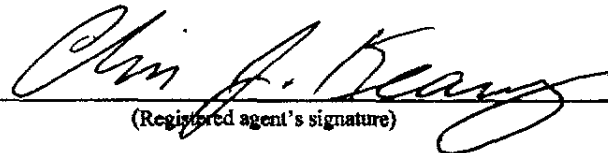
Name: Chris Kearney

Office Address: 441 SW 12th Avenue

Deerfield Beach, Florida 33442
(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 in 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:

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A. DIRECTORS

Chairman: William Philip Woodward

Address: 137 France St., Sonoma, CA 95476

Vice Chairman: _____

Address: _____

Director: James H. Niven

Address: 2000 California St., San Francisco, CA 94121

Director: David Graff

Address: 2824 Terra Verde Lane, Oakley, CA 94561

B. OFFICERS

President: William Philip Woodward

Address: 137 France St., Sonoma, CA 95476

Vice President: _____

Address: _____

Secretary: Wendy Bentson

Address: 2686 Greenwich St., San Francisco, CA 94123

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 Director or Officer listed in number 12 of the application)

14. William Philip Woodward, President
(Typed or printed name and capacity of person signing application)

State of California
Secretary of State

CERTIFICATE OF STATUS
DOMESTIC CORPORATION

I, **BRUCE McPHERSON**, Secretary of State of the State of California, hereby certify:

That on the **27th day of February, 1998**, **WOODWARD/GRAFF WINE FOUNDATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; 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
June 14, 2005.



BRUCE McPHERSON
Secretary of State