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**FOREIGN PROFIT/NONPROFIT CORPORATION**

**Honest Tea Inc.**

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MRS 3/14

**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. HONEST TEA 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. DELAWARE 3. 52-2074457  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 13, 1998 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 22, 2007  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 5019 WILSON LANE, BETHESDA MD 20814  
(Principal office address)  
5019 WILSON LANE, BETHESDA, MD 20814  
(Current mailing address)
8. DISTRIBUTING READY TO DRINK TEA 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 NOT acceptable)  
Name: CT 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.*  
CT Corporation System  
By: Mark Brinkman Mark Brinkman  
(Registered agent's signature) Vice President and 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:

FL019 - 02/05/2006 CT System Online

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**A. DIRECTORS**

Chairman: Barry Nalebuff  
Address: 421 Humphrey Street  
New Haven, CT 06511

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: Seth Goldman, CEO  
Address: 4848 Chevy Chase Blvd.  
Chevy Chase, MD 20815  
Director: Jeff Swartz  
Address: Timberland  
200 Domain Drive, Strathmore NH 038852575

**B. OFFICERS**

President: Seth Goldman, CEO  
Address: 5019 WILSON LANE SUITE 100  
BETHESDA, MD 20814

Vice President: \_\_\_\_\_  
Address: \_\_\_\_\_

Secretary: \_\_\_\_\_  
Address: \_\_\_\_\_

Treasurer: JONATHAN CLARK, CFO  
Address: 5019 WILSON LANE, SUITE 100, BETHESDA, MD 20814

**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. Jonathan Clark  
(Typed or printed name and capacity of person signing application)

**Addendum to Question Number 12(a). List of Additional Directors.**

Robin Prever  
9 Campion Lane  
Saratoga Springs, NY 12866

Gary Hirshberg  
Stonyfield Farm  
10 Burton Drive  
Londonderry, NH 03053

Tim Tenney  
Pepsi Cola of the Hudson Valley  
One Pepsi Way  
Newburgh, NY 12550

# Delaware

*The First State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HONEST TEA INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF MARCH, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5496041

DATE: 03-09-07