

F95000003321

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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-04/18/95--01099--001
*****70.00 *****70.00
300001459333
-04/18/95--01099--002
*****5.00 *****5.00

SUBJECT: Timco 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:

Tim Stallings
(Name of Person)

Timco INC
(Firm/Company)

2637 EAST ATLANTIC BLVD #121
(Address)

Panama Beach FL 33062
(City, State and Zip Code)

W95-8337

Should you need to call someone concerning this matter, please call:

Tim Stallings at (305) 786-3080
(Name of Person) Area Code & Daytime Telephone Number

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DIVISION OF CORPORATIONS
95 JUL 12 AM 9:25

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Name conflict
Doc #375277

P.O. Box 1361
Pompano Beach, FL 33061

July 7, 1995

Florida Department of State
Corporations
c/o Jennifer Sindt
Document Examiner
P.O. Box 6327
Tallahassee, FL 32314

RE: Timco, Inc.
Reference No. W95000008337
Letter No. 495A00027743

Dear Ms. Sindt:

Enclosed is a corporate resolution by the Board of Directors of Timco, Inc., adopting the name of New Beverage Concept, Inc. as an alternate name for use in the State of Florida. Also enclosed is your letter no. 495A00027743. In the event that New Beverage Concept, Inc. is not available, please consider the enclosed corporate resolution by the Board of Directors of Timco, Inc., adopting the name of Beverage Concepts, Inc.

Please contact me with any questions you may have.

Yours truly,

Tim Stallings

1st choice

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned, Tim Stallings, do hereby certify that this Resolution of the Board of Directors of Timco, Inc., a corporation duly organized and existing under the laws of the State of Illinois, was duly adopted on July 6, 1995.

Resolved, that Timco, Inc., organized and existing in the State of Illinois, hereby adopts the name New Beverage Concept, Inc. for use in Florida.

Dated: July 6, 1995


Chairman

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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. Timco, 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. ILLINOIS 3. 65-0561834
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JAN 13, 1995 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 2437 EAST ATLANTIC BLVD Suite 121
Pompano Beach FLA 33062
(Current mailing address)
8. To transact any and all lawful business
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: 2437 EAST ATLANTIC BLVD Timothy Stallings

Office Address: 2437 EAST ATLANTIC BLVD #121

Pompano Beach, Florida, 33062
(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.


(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Tim Stalling
Address: 2637 EAST ATLANTIC BLVD
APT 121 Bayboro Beach FL 33062

Vice Chairman: SAME
Address: _____

Director: SAME
Address: _____

Director: SAME
Address: _____

B. OFFICERS

President: SAME AS ABOVE
Address: _____

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

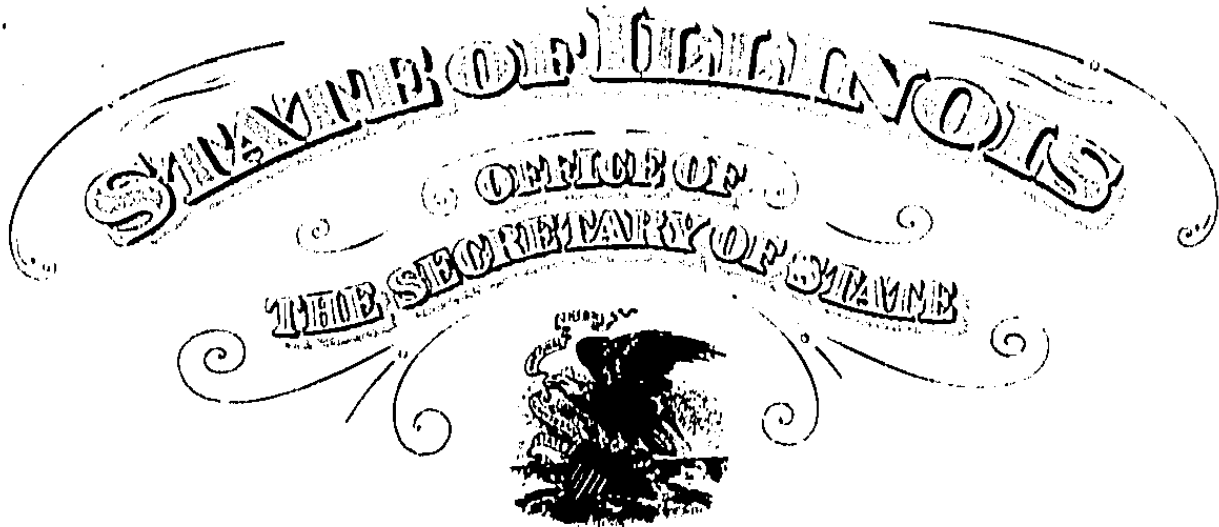
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Timothy Stalling
(Typed or printed name and capacity of person signing application)

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File Number 5815-573-3

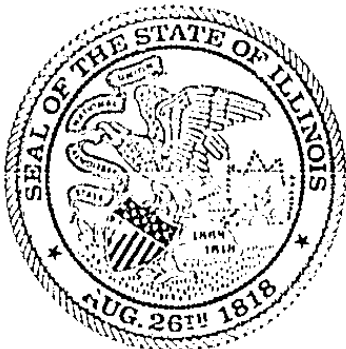


To all to whom these Presents Shall Come, Greeting:

I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that

TIMCO, INC., A DOMESTIC CORPORATION,
INCORPORATED UNDER THE LAWS OF THIS STATE JANUARY 13, 1995, APPEARS
TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS
CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE
TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC
CORPORATION IN THE STATE OF ILLINOIS*****

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In Testimony Whereof, *I hereto set*
my hand and cause to be affixed the Great Seal of
the State of Illinois this 10TH
day of APRIL *A.D., 19* 95

George H Ryan

SECRETARY OF STATE