

Session Number Only
F95000003821

C T CORPORATION SYSTEM			
Requestor's Name			
660 East Jefferson Street			
Address			
Tallahassee, Florida 32301			
City	State	Zip	Phone
			904-222-1092
CORPORATION(S) NAME			

400001555114
-00/08/95--01070--020
*****70.00 *****70.00

400001555114
-00/03/95--01070--021
*****8.75 *****8.75

Mistic Beards, Inc.	
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<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of R.A.
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Fictitious Name
<input type="checkbox"/> Reinstatement	<input checked="" type="checkbox"/> CUS/ G/S	
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input checked="" type="checkbox"/> Pick Up
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	
<input type="checkbox"/> Mail Out		

Name
Availability
Document
Examination
Updater
Verifier
Acknowledgment
W.P. Verifier

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3:00

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8/8/95

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. Mintie Brands, 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. Delaware

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

3. 13-3844011

(File number, if applicable)

4. June 28, 1995

(Date of incorporation)

5. Perpetual

(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 617.156, F.S.))

7. 900 Third Avenue, New York, New York 10022

(Current mailing address)

8. Researching, developing, formulating, producing, marketing and selling of
non-alcoholic beverages.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of
Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

TIMOTHY E. CARLSON
ASSISTANT SECRETARY

(Type Name and Title of Officer)

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: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

13. Mary C. Wade
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mary C. Wade, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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**DIRECTORS AND OFFICERS OF
MISTIC BRANDS, INC.**

Directors

Nelson Peltz
Peter W. May
Leon Kalvaria

Officers

<u>Name</u>	<u>Office</u>
Nelson Peltz	Chairman and Chief Executive Officer
Peter W. May	President and Chief Operating Officer
Leon Kalvaria	Vice Chairman
Brian L. Schorr	Executive Vice President and General Counsel; and Assistant Secretary
Joseph A. Levato	Executive Vice President and Chief Financial Officer
John L. Cohan	Senior Vice President - Corporate Finance
Eric D. Kogan	Senior Vice President - Corporate Development
Francis T. McCarron	Senior Vice President - Taxes
Irene B. Fisher	Vice President and Assistant General Counsel and Assistant Secretary
Stuart I. Rosen	Vice President and Associate General Counsel and Secretary
Thomas E. Shultz	Vice President and Treasurer
Robert J. Crowe	Assistant Vice President - Taxes
Mary C. Wade	Assistant Secretary

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All located at 900 Third Avenue, New York, New York 10022

(consent\1995\mistic\dd&co.lst)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MISTIC BRANDS, 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 FIRST DAY OF AUGUST, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2519323 8300

950173391

AUTHENTICATION:

DATE:

7593456

08-01-95