

F 96000000325

Frank P. Fitzgerald
John E. Dyon, Jr.
Michael J. Frankel*

(413) 732-2825
Fax (413) 732-3340
* also admitted in NY

January 9, 1996

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

RE: Registration to Transact Business

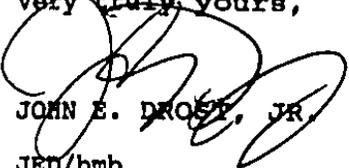
Dear Sir/Madam:

Enclosed please find a Transmittal Letter, Certificate of Good Standing, Application to Register a Foreign Profit Corporation to Transact Business in Florida and a check in the amount of \$78.75 to cover the registration fee and a Certificate of Status concerning the application of Heckler Brewing Company, Inc. to transact business in Florida.

Please forward the Certificate of Status and Acknowledgment of Registration to the undersigned at your earliest convenience.

Should you have any questions, do not hesitate to contact me.

Very truly yours,



JOHN E. DROST, JR.

JED/bmb

Enclosures

cc: Emilio J. Sibilis, Jr. (w/o enclosures)

FILED
96 JAN 17 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: HECKLER BREWING COMPANY, INCORPORATED
(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:

JOHN E. DROST, JR, ESQUIRE
(Name of Person)

FRANK P. FITZGERALD, P.C.
(Firm/Company)

95 STATE STREET, 11th FLOOR
(Address)

SPRINGFIELD, MASSACHUSETTS 01103
(City/State/Zip)

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95 JAN 17 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

JOHN E. DROST, JR.
(Name of Person)

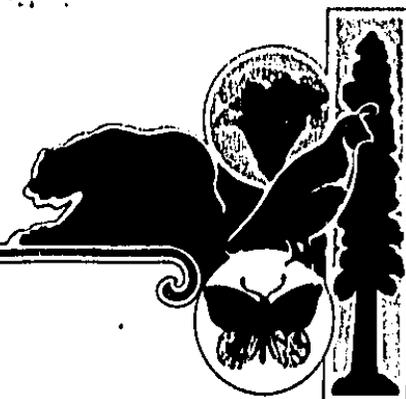
at (413) 732-2825
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

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

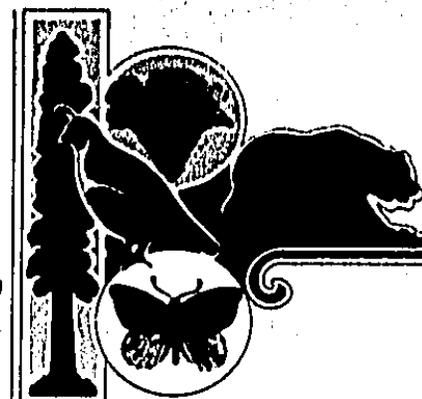
MAILING ADDRESS:

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



State of California

SECRETARY OF STATE



CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 9th day of July, 19 93.

HECKLER BREWING CO., INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; 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 22nd day of November, 1995



Bill Jones
BILL JONES
Secretary of State

FILED
96 JAN 17 AM 9:35
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

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. HECKLER BREWING COMPANY, INCORPORATED
(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. CALIFORNIA 3. 68-0306805
(State or county under the law of which it is incorporated) (FEI number, if applicable)
4. 7/9/1993 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 175 MACKINAW ROAD, TAHOE CITY, CALIFORNIA 96145

(Current mailing address)

8. SEE ADDENDUM "A"
(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: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Jeffrey A. Backies, Esq.

Office Address: 200 East Broward Blvd., 15th Floor

Fort Lauderdale, Florida, 33301
(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.

FILED
5 JAN 17 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: KEITH D. HILKEN, JR.

Address: 175 MACKINAW ROAD, TAHOE CITY, CALIFORNIA 96145

Vice Chairman: See Schedule "B".

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: KEITH D. HILKEN, JR.

Address: 175 MACKINAW ROAD
TAHOE CITY, CALIFORNIA 96145

Vice President: Mark Burke and Francis McCarthy -D

Address: 250 Albany Street
Springfield, MA 01105

Secretary: KEITH D. HILKEN, JR.

Address: 175 MACKINAW ROAD
TAHOE CITY, CALIFORNIA 96145

Treasurer: Emilio J. Sibilis, Jr. -D

Address: 250 Albany Street, Springfield, MA 01105

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06 JUN 17 AM 9:35
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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]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Emilio J. Sibilis, Jr., Treasurer and Director
(Typed or printed name and capacity of person signing application)

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ADDENDUM "A"

SCHEDULE "B"

List of Additional Directors

1. Emilio J. Sibilia, Jr.
250 Albany Street
Springfield, MA 01105
2. Frank P. Fitzgerald
95 State Street
Springfield, MA 01103
3. Mark Burke
250 Albany Street
Springfield, MA 01105
4. Francis McCarthy
250 Albany Street
Springfield, MA 01105
5. Peter Levz
175 Mackinaw Road
Tahoe City, CA 96145

96 JAN 17 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FRANK P. FITZGERALD, P.C.

Attorneys at Law

95 State Street, Suite 1100
Springfield, MA 01103

Frank P. Fitzgerald
John E. Drost, Jr.
Michael J. Frankel*
Stephanie A. Fitzgerald*

F96000000325

(413) 732-2828
Fax (413) 732-3348
*also admitted in NY

February 12, 1997

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-02/17/97--01034--006
*****35.00 *****35.00

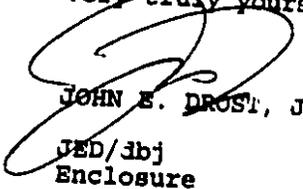
RE: Heckler Brewing Company, Inc.

Dear Sir/Madam:

Enclosed, please find an Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for the above referenced corporation, along with the \$35.00 filing fee.

Should you have any questions regarding this matter, do not hesitate to contact me.

Very truly yours,


JOHN E. DROST, JR.

JED/ibj
Enclosure
cc: Jeffrey A. Baskies, Esq.

SH 2/19
Withdrawal

FILED
97 FEB 17 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Heckler Brewing Company, Incorporated
(Name of Corporation)

California
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

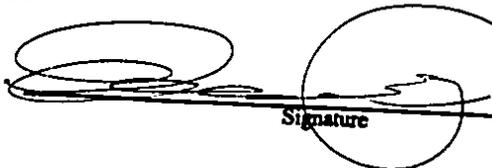
This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

175 Mackinaw Road
(Mailing Address)

Tahoe City, CA 96145
(City/State/Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature

Treasurer
Title

Emilio J. Sibilia, Jr.
Typed or printed name

2-11-97
Date

RECEIVED
TALLAHASSEE, FLORIDA

97 FEB 17 PM 3:57

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