

F96000004592

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Mass Bay Brewing Company, 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:

Shannon D. Cudmore
(Name of Person)

Mass Bay Brewing Company, Inc. W96-18294
(Firm/Company)

300 Northern Ave 40000198603-4
(Address) -08/29/96--01087--001
*****70.00 *****70.00

Boston MA 02210
(City/State/Zip)

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

Shannon D. Cudmore at (617) 5749551
(Name of Person) (Area Code & Daytime Telephone Number)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

August 30, 1996

SHANNON D. CUDMORE
MASS. BAY BREWING COMPANY, INC.
306 NORTHERN AVE
BOSTON, MA 02210

SUBJECT: MASS. BAY BREWING COMPANY, INC.
Ref. Number: W96000018294

We have received your document for MASS. BAY BREWING COMPANY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4) or 617.1502(4), F.S., this office is required to collect a penalty of \$1000 for each year this corporation transacted business in Florida prior to qualification and the appropriate annual report fees that would have been due had the corporation qualified the year it began operation in this state.

However, the \$1000 per year penalty fee is waived, pursuant to laws of Florida 96-212, for any corporation that applies for a certificate of authority between July 1, 1996 and December 1, 1996.

The total amount due this office through December 31, 1996 to cover the back annual report(s) is \$600.00.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 396A00041074

*Write letter
for gov. apply
for certificate of authority to do business in FL*



September 4, 1996

Lee Rivers
FL Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
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Dear Mr. Rivers;

Mass. Bay Brewing Company, Inc. has sent an application for authorization to transact business in Florida. In response to your letter (enclosed) about a total amount due for back annual reports, we have realized an error in the report. Question six on the application was answered incorrectly. Mass. Bay Brewing Company, Inc. has not conducted business in Florida prior to this application, because our wholesaler in the state has acted as our agent. Therefore, we would not owe any amount for back annual reports.

If there are any further questions, please contact Shannon Cudmore at 617-574-9551 x 526.

Sincerely,

Richard A. Doyle
President

SHANNON D. CUDMORE
NOTARY PUBLIC
My Commission Expires Feb. 21, 2003

Mass. Bay Brewing Company, Inc.
306 Northern Avenue, Boston, MA 02210
Tel: (617) 574-9551 (617) 574-9551 Ext.4 :Fax

**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. Mass Bay Brewing Company, 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. MA 3. 04 292 5204
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. 6/86 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 2/93
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 206 New Haven Ave
Boston MA 02110
(Current mailing address)

8. Sale of Malt 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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: James J. Ratzon

Office Address: 650 Southwest 17th

Boca Raton, Florida, 33486
(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.

X J. B. Ratzon
(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.

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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)

^{V.P.}
Chairman: Richard A. Doyle

Address: 77 Hancock St
Boston MA 02114

^{V.P.}
Vice Chairman: Daniel C. Kewney

Address: 42 Chatham Circle
Wellesley MA 02181

^{V.P.}
Director: Nicholas A. Gaultney

Address: 74 Albion St
Charlestown MA 02129

^{V.P.}
Director: William O. Dibble

Address: 580 Cambridge St Fl 2
Dorchester MA 02134

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

^{Chairman}
President: Richard A. Doyle

Address: 77 Hancock St
Boston MA 02114

^{V. Chairman}
Vice President: Daniel C. Kewney

Address: 42 Chatham Circle
Wellesley MA 02181

^{Director}
Secretary: Mark Edwards

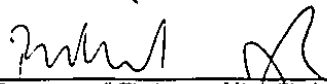
Address: 56 North St
Lexington MA 02173

^{Director}
Treasurer: Jim Perry

Address: 2831 N. Pine Grove
Chicago, IL 60657

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DIVISION OF REGISTRATION

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

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

14. Richard A. Doyle President
(Typed or printed name and capacity of person signing application)



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02188

August 8, 1996

TO WHOM IT MAY CONCERN:

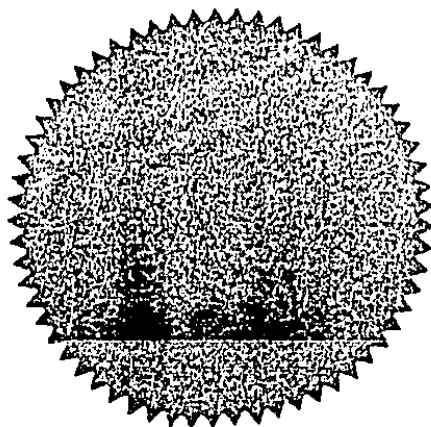
I hereby certify that according to the records of this office

Mass. Bay Brewing Company, Inc.

is a domestic corporation organized on **June 19, 1986**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporations dissolutions; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

NEM

* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

** MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.