

F96000005754

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

800001988818--1
-10/29/96--01097--011
*****70.00 *****70.00

SUBJECT: Nations Beverage Company, Inc.
(Name of corporation)

Dear Sir or Madam:

W96-22985

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:

Pam Cooper
(Name of Person)
Nations Beverage Company, Inc.
(Firm/Company)
3158 Danville Blvd
(Address)
Alamo, CA 94507
(City, State and Zip Code)

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

Pam Cooper at (510) - 820 - 2929
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

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

MAILING ADDRESS:

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



EXPRESS FORM

COMPLIANCE SYSTEMS of AMERICA, LLC
P.O. BOX 7267 SANTA ROSA CA 95407-0267
TEL 707-541-3990 • FAX 707-541-3990

RETAIL & SUPPLIER LICENSES NATIONWIDE • FEDERAL PERMITS
RETAIL LICENSE UPKEEP • TRANSACTIONS OF ALL SIZES
TRAINING • CUSTOM MANUALS • COMPLIANCE AUDITS

ATTENTION:

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

MESSAGE:

If you have any questions, please call me directly at 707-541-3990.

Thank you for your assistance.

REGARDING:

Application for Authorization

ON BEHALF OF:

Nations Beverage Company, Inc.
3158 Danville Blvd.
Alamo, CA 94507

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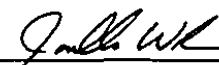
ENCLOSURES:

1. Transmittal Letter
2. Application by Foreign Corporation for Authorization to Transact Business in Florida
3. Certificate of status from the state of incorporation
4. Check for \$70.00 to cover filing fee and the registered agent designation fee
5. Return envelope
6. Power of Attorney Authorizing Signature

ACTION REQUESTED:

Please return the acknowledgement of filing as soon as possible in the envelope provided.

SIGNED:


Janelle Wakeman, Compliance Agent

DATE: October 22, 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 29, 1996

PAM COOPER
NATION'S BEVERAGE COMPANY, INC.
3158 DANVILLE BLVD.
ALAMO, CA 94507

SUBJECT: NATION'S BEVERAGE COMPANY, INC.
Ref. Number: W96000022985

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We have received your document for NATION'S BEVERAGE 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):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 896A00049838



EXPRESS FORM

COMPLIANCE SYSTEMS OF AMERICA, LLC
P.O. BOX 7247 SANTA MONICA CA 90407-0247
TEL 707-541-3990 • FAX 707-541-3990

RETAIL & SUPPLIER LICENSES NATIONWIDE • FEDERAL PERMITS
RETAIL LICENSE UPKEEP • TRANSACTIONS OF ALL SIZES
TRAINING • CUSTOM MANUALS • COMPLIANCE AUDITS

ATTENTION:

ATTN: Jennifer Sindt
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

MESSAGE:

If you have any questions, please call me
directly at 707-541-3990.

Thank you for your assistance.

REGARDING:

Application for Authorization

ON BEHALF OF:

Nations Beverage Company, Inc.
3158 Danville Blvd.
Alamo, CA 94507

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ENCLOSURES:

1. Copy of Letter Ref. Number: W96000022985
2. Application by Foreign Corporation for Authorization to Transact Business in Florida
3. Certificate of status from the state of incorporation
4. Return envelope

ACTION REQUESTED:

Please return the acknowledgement of filing as soon as possible in the envelope provided.

SIGNED:

Janelle Wakeman
Janelle Wakeman, Compliance Agent

DATE:

11/1/96

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. Nations Beverage 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. California 3. 94-3052115
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/27/87 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 817.155, F.S.)
7. 3158 Danville Blvd Alamo, CA 94507

(Current mailing address)

8. Interstate alcohol beverage sales to Florida wholesalers
(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: Ms. Ilene Haney

Office Address: 2468 Lake Waumpi

Maitland

, Florida , 32751

(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 Ilene Haney
(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:

A. DIRECTORS

Chairman: James K. Cooper

Address: 1280 Laverock Lane

Alamo, CA 94507

Vice Chairman: _____

Address: _____

Director: Pamela A. Cooper

Address: 1280 Laverock Lane

Alamo, CA 94507

Director: _____

Address: _____

B. OFFICERS

President: James K. Cooper

Address: 1280 Laverock Lane

Alamo, CA 94507

Vice President: _____

Address: _____

Secretary: Pamela A. Cooper

Address: 1280 Laverock Lane

Alamo, CA 94507

Treasurer: James K. Cooper

Address: 1280 Laverock Lane

Alamo, CA 94507

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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. A Horney-in-Fact
(Typed or printed name and capacity of person signing application)

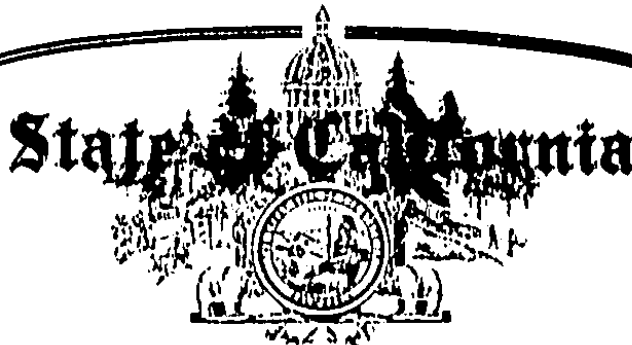
POWER OF ATTORNEY

I, the undersigned Officer of Nations Beverage Comapny, Inc. (an California corporation), do hereby appoint Sara Schorske as my attorney-in-fact to execute for me on behalf of the corporation all applications, notices, bonds, monthly reports, and other instruments, claims, letters, writings, papers, and to act for me in dealing with the Alcoholic Beverage Control authorities of every state in connection with matters relating to the laws and regulations administered by each. I further authorize the attorney above named to receive on behalf of the corporation any and all notices, papers, and letters in connection with such matters, and grant her full power and authority to do all that is essential in and about the premises, as fully as I could do if personally present, with full power of substitution and revocation. I hereby ratify and confirm all that the attorney shall lawfully do or cause to be done by virtue of this appointment until further notice.

Dated this 26TH day of AUGUST, 1996


Jim Cooper

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DIVISION OF CORPORATIONS
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SECRETARY OF STATE

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

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DIVISION OF CORPORATIONS
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I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 27th day of October, 19 87,

NATION'S BEVERAGE COMPANY, 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 day of**

September 24, 1996



Bill Jones

Secretary of State