

F96000006492

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-2710
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800-342-8886

CSC Networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 175179 4332668

AUTHORIZATION :

COST LIMIT : \$ 78.85

Patricia Pyatt

ORDER DATE : December 12, 1996

ORDER TIME : 10:48 AM

ORDER NO. : 175179-065

600002027286--4

CUSTOMER NO: 4332668

CUSTOMER: Ms. Karen M. Vanbaalen
National Beverage Company
One N. University Dr.
Ste. A-400
Plantation, FL 33324

FOREIGN FILINGS

NAME: NATIONAL PRODUCTIONS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 12 AM 11:56

RECEIVED
DIVISION OF CORPORATIONS
96 DEC 12 AM 11:29

**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. NATIONAL PRODUCTIONS, 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. 65-0389584

(FFI number, if applicable)

4. FEBRUARY 16, 1993

(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 817.155, F.S.)

7. One North University Drive

Plantation, Florida 33324

(Current mailing address)

8.

Production Company

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

, Florida,

32301

(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.

Corporation Service Company

By:

David Sheel
(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: Nick A. Caporella

Address: One N. University Drive

Plantation, Florida 33324

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Nick A. Caporella

Address: _____

Same

Vice President: Joseph G. Caporella

Address: _____

Same

Secretary: Joseph G. Caporella

Address: _____

Same

Vice President/Controller Dean McCoy

Address: _____

Same

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

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

14. Dean McCoy VP
(Typed or printed name and capacity of person signing application)

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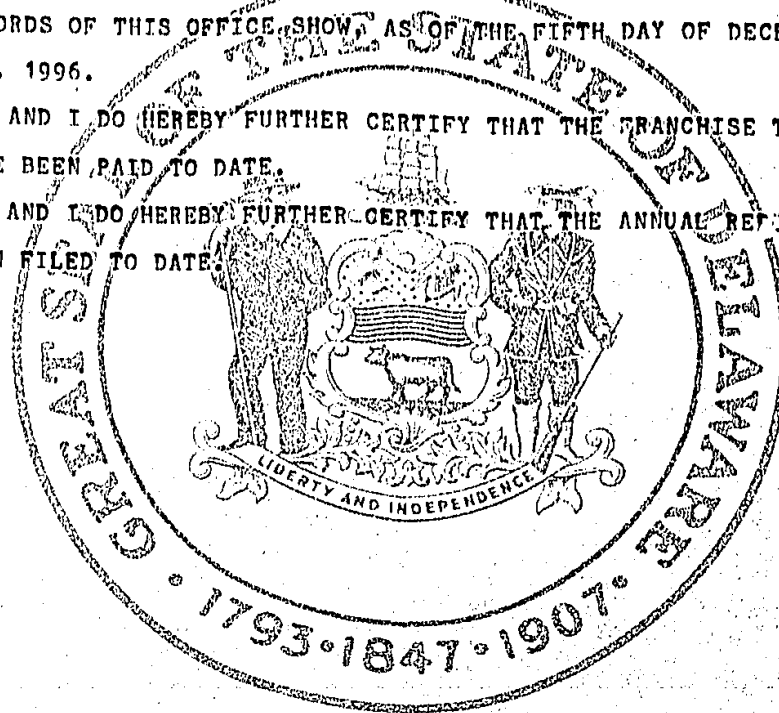
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATIONAL PRODUCTIONS, 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 FIFTH DAY OF DECEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORT HAS BEEN FILED TO DATE.



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 12 AM 11:56



Edward J. Freel

Edward J. Freel, Secretary of State

2325954 8300

960355431

AUTHENTICATION: 8223229

DATE: 12-05-96