

F96000006677

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: _____ Rainbow Brewing Company
(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: 00002017602--8
-12/03/96--01051--022
*****70.00 *****70.00

MARTIN COHEN
(Name of Person)
Rainbow Brewing Company
(Firm/Company)
16742 VALENCIA COURT
(Address)
DELRAY BEACH FL 33484-
(City/State/Zip)

W96-23470

9/12/20
96 DEC 20 AM 9:22
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

MARTIN COHEN at 561, 496-6242
(Name of Person) (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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 5, 1996

**MARTIN COHEN
RAINBOW BREWING COMPANY
16742 VALENCIA CT.
DELRAY BEACH, FL 33484**

**SUBJECT: RAINBOW BREWING COMPANY
Ref. Number: W96000025470**

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DIVISION OF CORPORATIONS
55 DEC 20 PM 5:22

We have received your document for RAINBOW BREWING COMPANY and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

You have submitted a photocopy of the corporation's articles. What we require for our filing purposes is a certificate of existence or good standing.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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: 196A00054571

**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. RAINBOW BREWING COMPANY
(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. _____
(FBI number, if applicable)
4. SEPT 12, 1996
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist if "perpetual")
6. Not Yet
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. RAINBOW BREWING COMPANY
16742 VALENCIA COURT DELRAY BEACH, FL
(Current mailing address)
8. PRIVATE LABEL 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: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: MARTIN COHEN
Office Address: 16742 VALENCIA CT
DELRAY BEACH, Florida, 33484
(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.

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: MARTIN COHEN

Address: 16742 VALENCIA CT, DELRAY BEACH, FL 33484

Director: LAURENCE BAKER

Address: 5671 NE 21ST RD

FT LAUDERDALE, FL 33308

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

President: MARTIN COHEN

Address: 16742 VALENCIA CT

Vice President: LAURENCE BAKER

Address: 5671 NE 21ST RD

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Martin Cohen Director

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

14. MARTIN COHEN President & Director

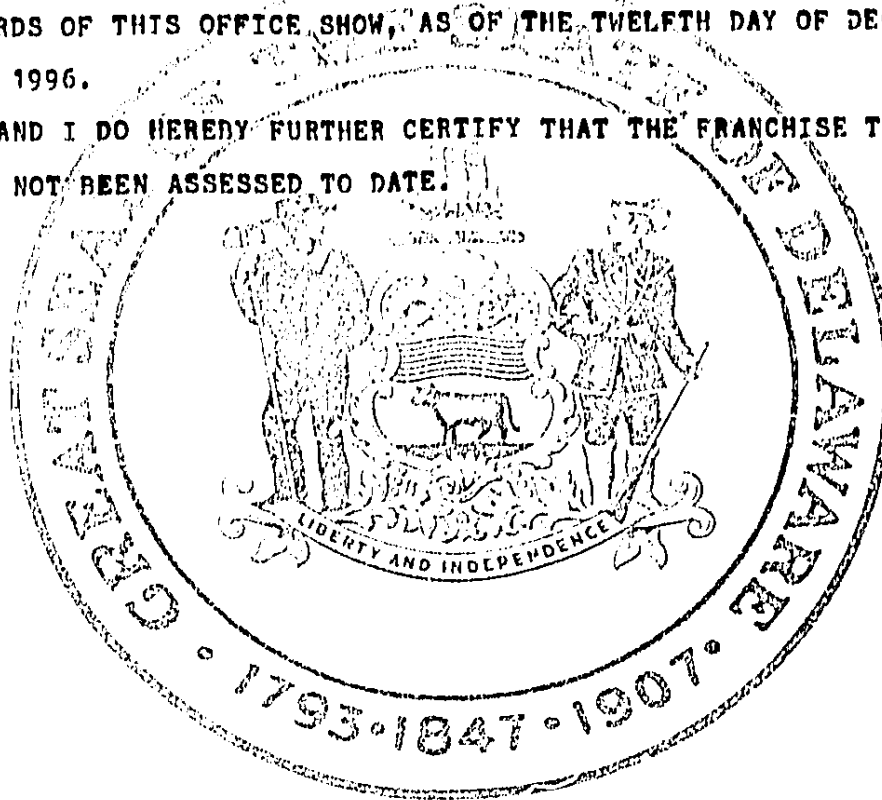
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 20 AM 9:22

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREDY CERTIFY "RAINBOW BREWING COMPANY" 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 TWELFTH DAY OF DECEMBER, A.D. 1996.

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



56 DEC 20 AM 9:22

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

12-12-96