

F980000001045



ACCOUNT NO. : 072100000032

REFERENCE : 715572 4816118

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizito

ORDER DATE : February 23, 1998

200002439152--4

ORDER TIME : 9:48 AM

ORDER NO. : 715572-005

CUSTOMER NO: 4816118

CUSTOMER: Jody Carlson, Legal Assistant
Hogan & Hartson
555 13th Street Nw

Washington, DC 20004-1109

FOREIGN FILINGS

NAME: CENTRAL EUROPEAN DISTRIBUTION
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX (3) PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 24 AM 11:31

mtu
2/24

RECEIVED
98 FEB 24 AM 11:05
DIVISION OF CORPORATION

**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. Central European Distribution Corporation
(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 3. 54-1865271
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/4/97 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon approval of this application.
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 211 N. Union Street, Suite 100
Alexandria, VA 22314
(Current mailing address)

Any lawful act or activity for which corporations may be organized
8. under the Delaware General Corporation Law, so long as such act or activity
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) does not conflict with Florida law.

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

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.

Carol K. Dole
(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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

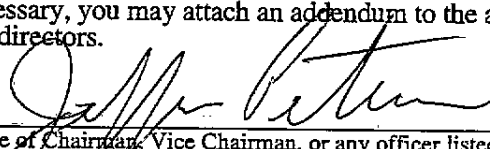
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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)

Jeffrey Peterson

14. Vice Chairman, Executive Vice President, and Secretary
(Typed or printed name and capacity of person signing application)

98 FEB 24 AM 11:31

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ATTACHMENT

Application by Foreign Corporation for
Authorization to Transact Business in Florida

Central European Distribution Corporation

Directors and Officers

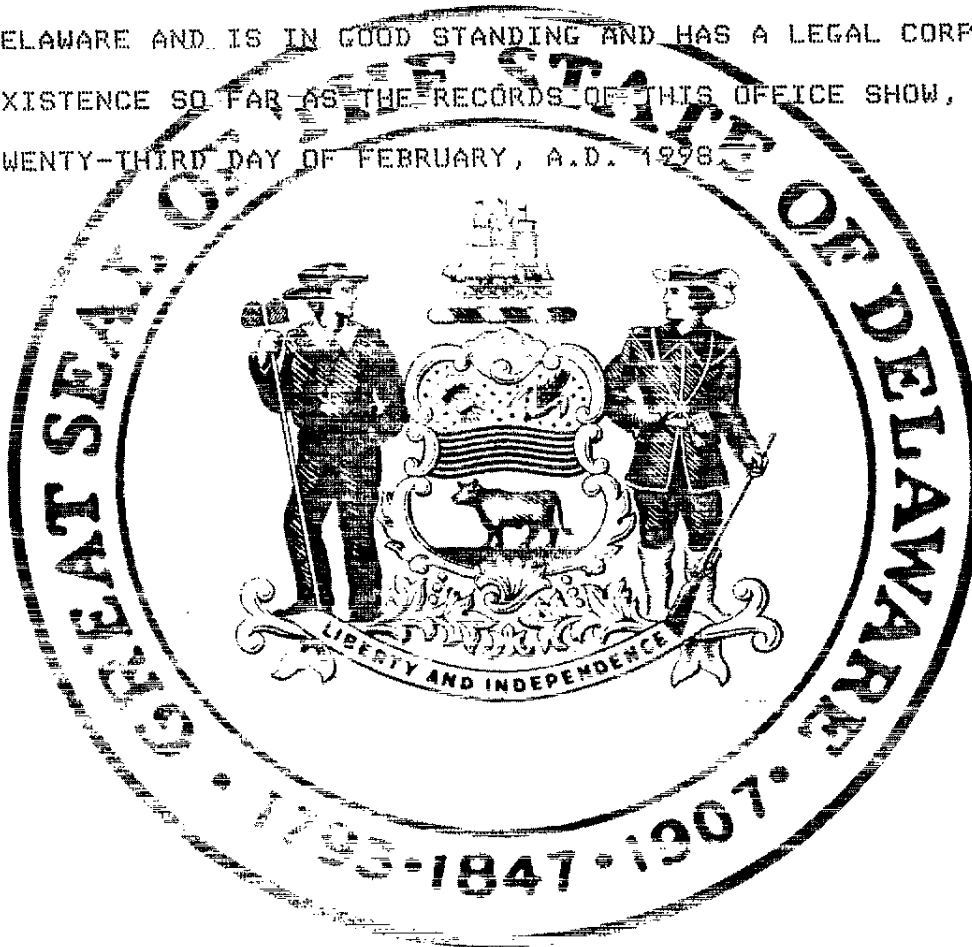
<u>Name</u>	<u>Title</u>	<u>Address</u>
William V. Carey	Chairman of the Board, President, and Chief Executive Officer	211 N. Union Street, Suite 100 Alexandria, VA 22314
Jeffrey Peterson	Vice Chairman, Executive Vice President, Secretary	211 N. Union Street, Suite 100 Alexandria, VA 22314
Robert Bohojlo	Vice President and Chief Financial Officer	Ul. Lubelska 13 03-802 Warsaw Poland
James T. Grossmann	Director	211 N. Union Street, Suite 100 Alexandria, VA 22314
James B. Kelly	Director	211 N. Union Street, Suite 100 Alexandria, VA 22314
Jan W. Laskowski	Director	Ul. Lubelska 13 03-802 Warsaw Poland
Joe M. Richardson	Director	211 N. Union Street, Suite 100 Alexandria, VA 22314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 FEB 24 AM 11:31

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CENTRAL EUROPEAN DISTRIBUTION CORPORATION" 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 TWENTY-THIRD DAY OF FEBRUARY, A.D. 1998.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 24 AM 11:31



Edward J. Freel

Edward J. Freel, Secretary of State

2764257 8300

981068961

AUTHENTICATION:

8934620

DATE:

02-23-98