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BEER & WINE SERVICES, INC.

211 Wapoo, Suite 202  
Calistoga, CA 94515  
Phone (707) 942-6911  
Fax (707) 942-9435

April 9, 1998

State of Florida  
Secretary of State  
409 E. Graines Street  
Tallahassee, FL 32399

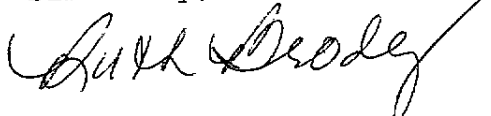
RE: Nova Wines Inc.

Dear Sir or Madam:

Enclosed herewith for your review and approval for Nova Wines, Inc., is their Application for Authorization to transact Business in Florida, together with a Certificate of Good Standing from the State of California. Also enclosed is a check in the amount of \$131.25 to cover the required fee.

Should there be any questions concerning this filing, please feel free to contact me directly at (800) 788-0212.

Sincerely,



Ruth Brody  
Licensing Assistant

rb  
enc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. NOVA WINES, INC.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "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

(State or country under the law of which it is incorporated)

3. 5-11-90

(Date of Incorporation)

4. ON-GOING

(Duration)

5. 68-0195777

(Federal Employer Identification number, if applicable)

6. UPON APPROVAL

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. P.O. BOX 1014 ST. HELENA, CA 94574

(Current mailing address)

8. FEDERALLY LICENSED WINERY SELLING WINE TO FLORIDA WHOLESALERS

(Corporate purpose and nature of business in which it is engaged in Florida)

9. Names and addresses of officers and or directors:

**A. Directors:**

~~President~~ Holder, Robert L.

Address: 953 GALLERON LANE  
ST. HELENA, CA 94574

PRES.

~~Vice President~~ CAZET, DENYS R.

Address: 1666 WHITEHALL LANE  
ST. HELENA, CA 94574

Director: HOLDER, DONNA J.

Address: 953 GALLERON LANE  
ST. HELENA, CA 94574

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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**B. Officers:**

President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_  
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(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: CORPORATION SERVICE COMPANY

Office Address: 1201 HAYES STREET, SUITE 105  
TALLAHASSEE, Florida 32301  
Zip Code**11. 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

Registered agent's signature: \_\_\_\_\_

ANDREW POLIZZI, VICE PRESIDENT

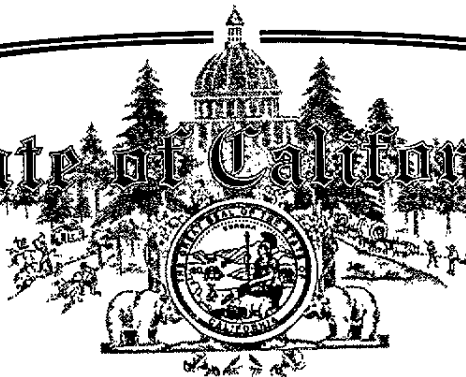
12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

13. \_\_\_\_\_  
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. ROBERT L. HOLDER, PRESIDENT

(Name and capacity of person signing application)

# State of California



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## SECRETARY OF STATE

### CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 1st day of May, 19 89,

NOVA WINES, 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

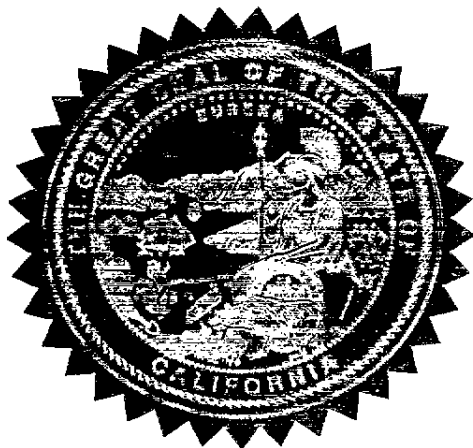
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

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

April 6, 1998



*Bill Jones*

Secretary of State