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May 22, 2000

Florida Department of State Registration Section Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314 900003266019--4 -05/24/00--01109--005 ****125.00 ****125.00

RE: Emerald Coast Beverages, L.L.C.

Dear Sir or Madam:

Enclosed herewith please find completed and signed forms entitled "Application by Foreign Limited Liability Company for Authorization To Transact Business In Florida" and "Certificate of Designation Of Registered Agent/Registered Office" pertaining to the above referenced limited liability company.

Also enclosed is an original certificate of existence from State of Alabama and our firm's check made payable to the Florida Department of State in the amount of \$125.00 for filing fee and designation of registered agent.

Please forward your letter of acknowledgment to this office.

Should you have any questions, please do not hesitate to me.

Yours truly

Joseph T. Scarborough, Jr.

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Enclosures: as stated

F:\Corporate Documents\Cover Letter\TransmittalLetterToFlorida-Wilbanks.wpd

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Emerald Coast Beverages, L.L.C.			20142							
(Name of foreign limited liability company)										
2. State of Alabama	2	62-1	8197	50		-				
(Jurisdiction under the law of which foreign limited liability company is organized)	٠,				ber, if a	oplicable)				
4. MAY 9, 2000 (Date of Organization)	5.)53							
(Date of Organization)	(Duration: Year limited liability company will cease to exist or "perpetual")								
6June 12, 2000		•					-			
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)										
75 Peachwood Drive		-		<u>-</u>						
Tallassee, AL 36078			<u>,,</u>					•		
(Street address	of pri	ncipal of	fice)					v -		
8. If limited liability company is a manager-managed	com	pany, cl	heck i	iere 🛚				•		
9. The name and usual business addresses of the man	<u>.</u>	1								
9. The name and usual business addresses of the man	agıng	g membe	ers or	manag	ers are	as follov	vs:			
James Mattison Wilbanks										
5 Peachwood Drive						- ,				
P. O. Box 780670				-		 .				
1. 0. Box 700070			-			·		- "		
Tallassee, AL 36078										
10. Attached is an original certificate of existence, no more than 90 the jurisdiction under the law of which it is organized. (A photo translation of the certificate under oath of the translator must be	VOOO	is not acco	uthenti eptable	cated by . If the c	the offici	al having sin a for	custody of re eign languag	cords in e, a		
11. Nature of business or purposes to be conducted or	pron	oted in	Florie	da: <u>B</u> i	ıy and	sell a	t retail	- : -		
alcoholic and non-alcoholic beverages an	nd o	ther it	tems							
Signature of a member or an out	<u>م</u>	~						Carrier Mariane Control of Contro		
Signature of a member or an aut (In accordance with section 608.408(3), F.	S., the	execution	of this	documer	t constitu	er.				
an arritmation under the penalties of perju	ry tha	t the facts	stated h	erein are	true.)	ıes				
Daniel P. Wilbanks					•					

Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1.	The name of	the Limited Liability Con	apany is:				
	Emeralo	l Coast Beverages, L.I	C.				
2.	The name ar	nd the Florida street addres	s of the registered	agent and office are:	·		
		Daniel P. Wil	lbanks		w		
		·					
		Destin	FL	32541			
City/State/Zip							

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

(Signature)

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

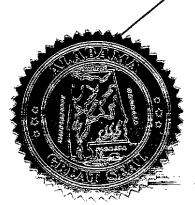
\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporate records on file in this office disclose that Emerald Coast Beverages, L.L.C organized in the office of the Judge of Probate of Elmore County on May 9, 2000. I further certify that the records do not disclose that said Emerald Coast Beverages, L.L.C has been dissolved.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

May 19, 2000

Date

Jin Bennin

Jim Bennett

Secretary of State