



THE UNITED STATES  
CORPORATION  
COMPANY

MO1000000990

ACCOUNT NO. : 072100000032

REFERENCE : 133303 4806562

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : April 30, 2001

ORDER TIME : 11:18 AM

ORDER NO. : 133303-025

CUSTOMER NO: 4806562

CUSTOMER: Ms. Angela Pla  
Fortune Brands, Inc.  
300 Tower Parkway

Lincolnshire, IL 60069-3665

RECEIVED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

2001 MAY -2 PM 12:17

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

FOREIGN FILINGS

NAME: FUTURE BRANDS, LLC

600004132106--2

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER:

*JP*  
52-01

01 MAY -2 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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

1. FUTURE BRANDS, LLC  
(Name of foreign limited liability company)
2. DELAWARE  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 36-4410202  
(FEI number, if applicable)
4. 12/22/2000  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. May 1, 2001  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 510 Lake Cook Road, Suite 200  
Deerfield, Illinois 60015  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Matthew C. Lenz 300 Tower Parkway, Lincolnshire, IL 60069

Michael R. Mathieson 300 Tower Parkway, Lincolnshire, IL 60069

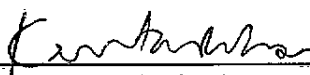
Mark A. Roche 300 Tower Parkway, Lincolnshire, IL 60069

Kenton R. Rose 300 Tower Parkway, Lincolnshire, IL 60069

Paul S. Vasington 300 Tower Parkway, Lincolnshire, IL 60069

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Distribution and  
sale of distilled spirits and wines.

  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Kenton R. Rose

Typed or printed name of signee

01 MAY -2 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**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 Company is:

FUTURE BRANDS, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company  
(Name)

1201 Hays Street  
Florida street address (P.O. Box **NOT** ACCEPTABLE)


Tallahassee FL 32301  
City/State/Zip

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 MAY -2 PM 3:23

APPROVED  
AND  
FILED

*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)

**Laura R. Dunlap**  
as its agent

\$ 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 Delaware*  
*Office of the Secretary of State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FUTURE BRANDS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF APRIL, A.D. 2001.

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

APPROVED  
AND  
FILED  
01 MAY -2 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3334783 8300

010206798



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1106909

DATE: 04-30-01