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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

FILED
2002 MAY 22 PM 4:50
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SUBJECT: Kamen Wines LLC
(Name of LLC - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign LLC 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:

Melissa Prentice

(Name of Person)

Wine Industry Compliance Services

(Firm/Company)

P.O. Box 1842

(Address)

Windsor, CA 95492

(City/State and Zip code)

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-05/22/02--01027--010
****125.00 ****125.00

For further information concerning this matter, please call:

Melissa Prentice

(Name of Person)

at (866) 661-4190

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

J. BRYAN MAY 30 2002



**Wine Industry
Compliance Services LLC**

FILED
2002 MAY 22 PM 4:50
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

May 14, 2002

State of Florida
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Authorization to Transact Business in Florida
for *Kamen Estate Wines*

Dear Sir or Madam:

Enclosed please find for your review and approval the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for Kamen Wines LLC dba Kamen Estate Wines. Also enclosed with this application are the following documents:

- Certificate of Designation of Registered Agent
- Original Certificate of Existence
- Transmittal Letter
- Check in the amount of \$125.00

Once this license has been issued, please mail to:

Wine Industry Compliance Services, LLC
P.O. Box 1842
Windsor, CA 95492

Should you have any questions regarding this application, please do not hesitate to contact me at 866.661.4190.

Sincerely,

Melissa Prentice
Compliance Consultant
for *Kamen Estate Wines*

**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:

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TALLAHASSEE, FLORIDA

1. Kamen Wines LLC
(Name of foreign limited liability company)
2. California
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 95-4779406
(FBI number, if applicable)
4. January 6, 2000
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 5055 Solano Avenue, Suite M
Napa, CA 94558
(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:

Robert M. Kamen, P.O. Box 1404, Sonoma, CA 95476

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: _____

wine sales to Florida wholesalers

Larry Silver

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.)

Larry Silver, Vice President of Operations

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 Company is:

Kamen Wines LLC

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

Lynn Booth

(Name)

Southern Wine & Spirits

1600 NW 163rd Street

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

Miami

FL

33169

(City/State/Zip)

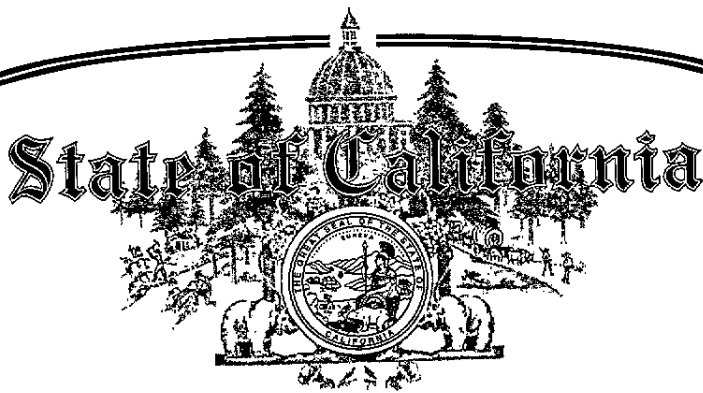
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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)

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TALLAHASSEE, FLORIDA



SECRETARY OF STATE

**CERTIFICATE OF GOOD STANDING
CALIFORNIA LIMITED LIABILITY COMPANY**

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

That on the 6TH day of JANUARY, 2002, KAMEN WINES, LLC, became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That no record exists in this office of a certificate of cancellation of said limited liability company nor of a court declaring cancellation thereof; and

That according to the records of this office, the said limited liability company is authorized to exercise all its 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 of this limited liability company.

**IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
29TH day of APRIL, 2002.**



Bill Jones
BILL JONES
Secretary of State