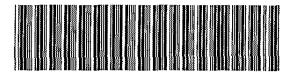
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(Requestor's Name)
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PICK-UP WAIT MAIL
(Business Entity Name)
, , ,
(Document Number)
Certified Copies Certificates of Status
Constitution to Fig. 20
Special Instructions to Filing Officer:
10/03 FOR LLC
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Office Use Only



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BEER & WINE SERVICES, INC.

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

December 17, 2002

State of Florida Secretary of State PO Box 6327 Tallahassee, FL 32314

RE: Garber & Co LLC

Dear Sir or Madam:

Enclosed herewith for your review and approval are the following documents for the above-mentioned client:

- Application by Foreign LLC for Authorization to Transact Business in Florida
- Certificate of Designation of Registered Agent
- Certificate of Good Standing from the State of California
- Company check in the amount of \$125.00, to cover said fees

Once authority to ship has been issued, please mail to:

Beer and Wine Services Inc 211 Wapoo, Suite 202 Calistoga, Ca 94515

If you should have any questions regarding this application, please contact me directly at (800) 788-0212.

Sincerely,

Lisa Salling

Licensing Manager

Enclosure

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. GARBER & COMPANY, LLC (Name of foreign limited liability company) 2 CALIFORNIA (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 4. 6/21/99 5. PERPETUAL (Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") **UPON QUALIFICATION** (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 1414 NORTH TOPANGA CANYON BLVD, TOPANGA, CA 90290 PO BOX 1438, TOPANGA, CA 90290 (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: SANDRA GARBER - 1414 NORTH TOPANGA CANYON BLVD, TOPANGA, CA 90290 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the offical 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 I 1. Nature of business or purposes to be conducted or promoted in Florida: SELL WINE TO LICENSE FLORIDA WHOLESALERS

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 penaltics of perjury that the facts stated herein are true.)

SANDRA GARBER

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.

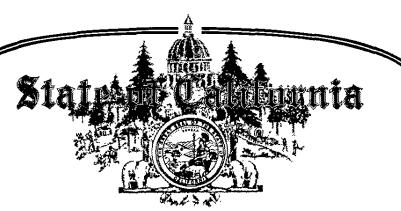
1. The name of the Limited Liability Company is:	
GARBER & COMPANY, LLC	
2. The name and the Florida street address of the registered agent and office are:	
CORPORATION SERVICE COMPANY	
(Name)	٠
1201 HAYS STREET Florida street address (P.O. Box NOT ACCEPTABLE)	
TALLAHASSEE FL 32301 (City/State/Zip)	

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.

Joan Carpel Jeanine Reynolds
(Signature)

(Signature)

\$100.00 Filing Fee for Application \$25.00 Designation of Registered Agent \$30.00 Certified Copy (optional) \$5.00 Certificate of Status (optional)



SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING CALIFORNIA LIMITED LIABILITY COMPANY

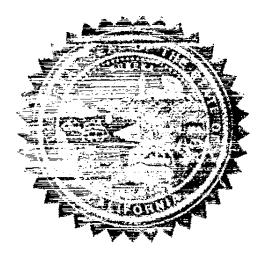
I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 21st day of June, 1999, GARBER & COMPANY 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 day of December 13, 2002.

BILL JONES Secretary of State