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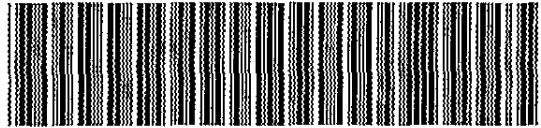
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Russbeer International, LLC

2829 West 21 Street Brooklyn NY 11224, PO BOX 297-070 Brooklyn NY 11229

Tel 718-996-2483 Fax 718-333-9489 E-mail: russbeer@onebox.com

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

June 17, 2003

Dear Sir/Madam,

Russbeer International, LLC is submitting documentation to be registered as a Foreign Limited Liability Company to transact business in Florida.

Enclosed is an application, an original certificate of existence and a check in the amount of \$160.00 (filing fee, designation of registered agent, certified copy and certificate of status).

We appreciate your cooperation.

Sincerely yours,



Tatsiana Karankevich
On behalf of Igor Shafranov, Manager

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TALLAHASSEE, FLORIDA

**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. Russbeer Int'l, LLC
(Name of foreign limited liability company)

2. LLC Law New York 3. 06-1573337
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 03/03/2000 5. N/A
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon approval
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 215 North Federal Hwy, Suite 5E
Boca Raton, FL 33432
(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:
Igor Shafranov
2829 West 21st Street, 2nd Floor
Brooklyn, NY 11224

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TALLAHASSEE, FLORIDA

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: Alcoholic Beverages Importer and Wholesaler

I. Shafranov
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.)
Igor Shafranov
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:

Russbeer Int'l, LLC

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

Igor Shafranov

(Name)

215 North Federal Hwy, Suite 5E

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

Boca Raton

FL 33432

(City/State/Zip)

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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.

I. Shafranov

(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 New York
Department of State**

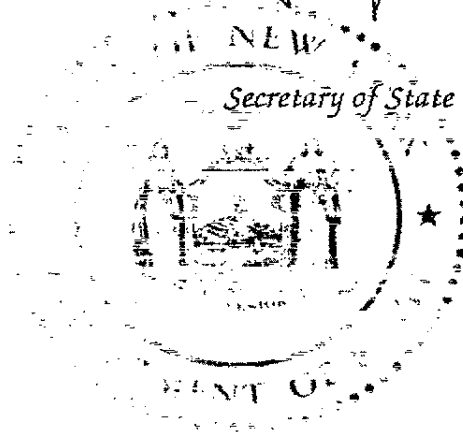
ss:

I hereby certify, that RUSSBEER INTERNATIONAL, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 03/03/2000, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 10th day of June
two thousand and three.*



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