

M04000002123

VINE & BRANCHES
BEVERAGE BROKERS INC.
4050 13TH WAY N.E.
ST. PETERSBURG, FL. 33703

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

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MAIL

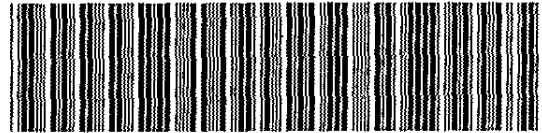
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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**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:

Access Beverage, LLC

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

Phil Dickhaus

(Name)

4050 13th Way N.E.

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

St. Petersburg FL 33703

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)

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\$ 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 California

SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING FOREIGN LIMITED LIABILITY COMPANY

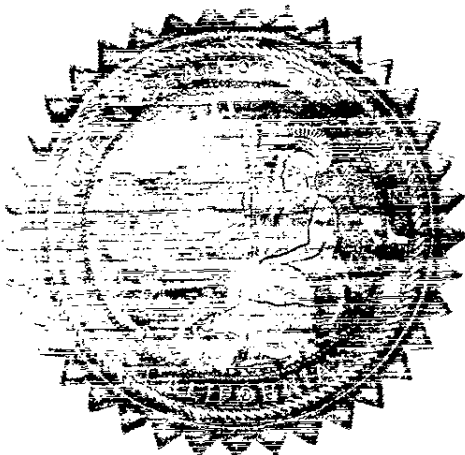
I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the **31st day of July, 2003**, **ACCESS BEVERAGE, LLC**, complied with the requirements of California law in effect on that date for the purpose of registering to transact intrastate business in the State of California; and further purports to be a limited liability company organized and existing under the laws of **Delaware** as **ACCESS BEVERAGE, LLC**, and;

That the above limited liability company is entitled to transact intrastate business in the State of California as of the date of this certificate subject, however, to any licensing requirements otherwise imposed by the laws of this state; and

That no information is available in this office on the financial condition, business activity or practices 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 April 29, 2004.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

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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. Access Beverage, LLC
(Name of foreign limited liability company)
2. California
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 54-3226074
(FEI number, if applicable)
4. 7/31/03
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon brand approval
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 23592 Windsong, #6-B, Aliso Viejo, CA 92656
23592 Windsong, #6-B, Aliso Viejo, CA 92656
(Street address of principal office)

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

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

23592 Windsong, #6-B, Aliso Viejo, CA 92656

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: To Sell our wine to

Wholesaler in Florida

Ila Kelley
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.)

Ila Kelley, Attorney-In-Fact

Typed or printed name of signer

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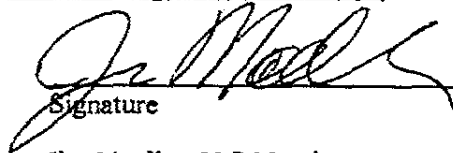
SPECIAL POWER OF ATTORNEY

I, Jim Moeller, LLC Member, and on behalf of Access Beverage, LLC of Aliso Viejo, Orange County, California, appoint Ila Kelley, Compliance Agent, 136 Wikiup Drive, Suite D, Santa Rosa, Sonoma County, California, as my attorney-in-fact to act in my place for the purposes of signing all state license renewals, bonds, brand and/or label registration applications, monthly shipment reports, price postings, and any other agency applications or forms required to maintain out-of-state shipping compliance.

I further grant to my attorney-in-fact full authority to act in any manner both proper and necessary to the exercise of the foregoing powers, including the full power of substitution and revocation and ratify every act that she may lawfully perform in exercising those powers.

This power of attorney will become effective on March 22, 2004; however, this Special Power of Attorney is revocable by me at any time.

Executed on March 22, 2004 at 23592 Windsong, #6-B, Aliso Viejo, California.


Signature

Jim Moeller, LLC Member
Printed Name/Title


Signature of Appointed Attorney

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