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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

(Document Number)

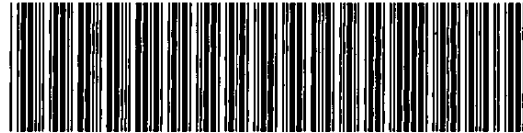
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SHUTTS  
&  
BOWEN  
LLP**

ATTORNEYS AND COUNSELLORS AT LAW

MARK D. HOBSON, ESQ.  
Member Florida Bar  
(305) 379-9151 Direct Telephone  
(305) 347-7851 Direct Facsimile

E-MAIL ADDRESS:  
mhobson@shutts-law.com

November 15, 2006

Florida Department of State  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

VIA FEDERAL EXPRESS

**Re: Maurice Cooper et Cie., LLC**

Dear Sir or Madam:

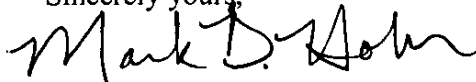
Enclosed for filing with the Division of Corporations, Florida Department of State, is an "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida" a "Certificate of Designation of Registered Agent/Registered Office," and a "Certificate of Status." To cover the filing fees, we also enclose a check in the amount of \$160.00 (to cover the \$100 filing, \$30 certified copy, \$25 registered agent and \$5 certificate of status fee).

Please return all correspondence concerning this matter to the following address (a return envelope is enclosed for your convenience):

Mark D. Hobson, Esq.  
Shutts & Bowen LLP  
1500 Miami Center  
201 South Biscayne Boulevard  
Miami, FL 33131

For further information concerning this matter, please call the undersigned at (305) 379-9151.

Sincerely yours,



Mark D. Hobson, Esq.

MDH/wlk  
Enclosures

**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. Maurice Cooper et Cie., LLC  
(Name of Foreign Limited Liability Company)
2. Delaware 3. 86-1174865  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 09/26/2006 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 450 Alton Road, #2407, Miami Beach, FL 33139  
(Street Address of Principal Office)

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

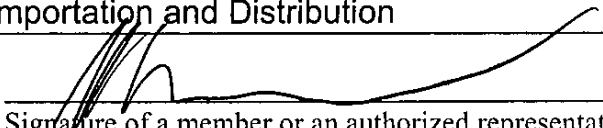
9. The name and usual business addresses of the managing members or managers are as follows:

John A. Cooper, 450 Alton Road, #2407, Miami Beach, FL 33139

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: \_\_\_\_\_

Liquor Importation and Distribution

  
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.)

John A. Cooper

Typed or printed name of signee

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

Maurice Cooper et Cie., LLC

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

Corporation Company of Miami

(Name)

201 S. Biscayne Blvd., Suite 1600 JTM

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Miami

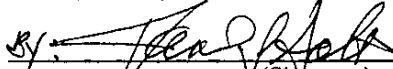
FL

33131

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, Florida Statutes.*

CORPORATION COMPANY OF MIAMI

BY:   
RAUL J. SALAS (Signature) VICE PRESIDENT

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

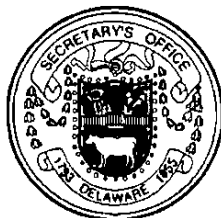
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MAURICE COOPER ET CIE., 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 TWELFTH DAY OF OCTOBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



4225910 8300

060938658

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5110557

DATE: 10-12-06