M0800002359

| (Requestor's Name) |
|-----------------------------------------|
| · |
| (Address) |
| |
| (Address) |
| |
| (City/State/Zip/Phone #) |
| |
| PICK-UP WAIT MAIL |
| · |
| (Business Entity Name) |
| (Business Entity Name) |
| |
| (Document Number) |
| |
| Certified Copies Certificates of Status |
| |
| Special Instructions to Filing Officer: |
| opeolal mediculous to 1 ming officer. |
| |
| |
| |
| |
| |
| |
| |

Office Use Only



100128280091

05/19/08--01014--023 **130.00

SECRETARY OF STATE ON VISION OF CORPORATION

G. MCLEOD

MAY 2 0 2008

EXAMINER

COVER LETTER

| TO: Registration Section Division of Corporations |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| SUBJECT: Vino Cava LLC (Name of Limited Liability Company) |
| The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida |
| Please return all correspondence concerning this matter to the following: |
| Amy Cava (Name of Person) |
| (Name of Person) |
| Vino Cava LLC (Firm/Company) |
| 308 West Avenue |
| Wayne, PA 19087 (City/State and Zip Code) |
| For further information concerning this matter, please call: |
| Amy Cava at (610) 688-8415 (Name of Person) (Area Code & Daytime Telephone Number) |
| MAILING ADDRESS: Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 STREET ADDRESS: Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 |
| Enclosed is a check for the following amount: \$\Bigcip\$\$125.00 Filing Fee \$\Bigcip\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$ |

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 LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: | FOREIGN |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|
| 1. Vino Cava LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.") | - |
| (If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting business in Florida and attach a copy of transacting bus | |
| 2. State of Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. 26-07/6541 (FEI number, if applicable) | |
| 4. September 11, 2007 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual") | to |
| 6. n/a | |
| (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) | Š |
| 7. 308 West Avenue, Wayne PA 19087] | RE TO |
| | |
| (Street Address of Principal Office) | |
| 8. If limited liability company is a manager-managed company, check here | SIAI |
| 9. The name and usual business addresses of the managing members or managers are as follows: | 2 . |
| Managing Member (sole): Amy Cava Business Address: 308 West Avenue, | |
| Business Address: 308 West Avenue, | |
| Wayne PA 19087 | |
| 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of 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.) - Please also set of that he described of the period of the | a |
| 1 | |
| Wine importing | · |
| Signature of A member or on outhorized representative of a member | |
| 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 nenalties of neriury that the facts stated herein are true.) | |
| 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: Vino Cava LLC |
|-------------------------------------------------------------------------------------------------|
| If name unavailable, the alternate name to be used in the state of Florida is: |
| 2. The name and the Florida street address of the registered agent and office are: |
| InCorp Services, Inc. |
| Florida Street Address (P.O. Box NOT ACCEPTABLE) |
| Loxahatchee FL 33470 |
| United hear wanted as produced organ and to account popular of process for the characteristical |

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.

Vanish Lostelles on behalf of Incorp scrvices, Inc.

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VINO CAVA 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 FIFTEENTH DAY OF MAY, A.D. 2008.

SOO SERVICE OF SERVICE

Garriet Smith Window Savetage of State

AUTHENTICATION: 6594602

DATE: 05-15-08

4420953 8

080554689